



QUARTERLY STATEMENT

AS OF JUNE 30, 2016
OF THE CONDITION AND AFFAIRS OF THE

CELTIC INSURANCE COMPANY

NAIC Group Code	1295	1295	NAIC Company Code	80799	Employer's ID Number	06-0641618
	(Current Period)	(Prior Period)				
Organized under the Laws of	Illinois			State of Domicile or Port of Entry	Illinois	
Country of Domicile	United States					
Licensed as business type:	Life, Accident & Health [X]		Property/Casualty []		Hospital, Medical & Dental Service or Indemnity []	
	Dental Service Corporation []		Vision Service Corporation []		Health Maintenance Organization []	
	Other []				Is HMO Federally Qualified? Yes [] No []	
Incorporated/Organized	05/03/1949		Commenced Business		01/20/1950	
Statutory Home Office	77 W. Wacker Drive, Suite 1200			Chicago, IL, US 60601		
	(Street and Number)			(City or Town, State, Country and Zip Code)		
Main Administrative Office	77 W. Wacker Drive, Suite 1200		Chicago, IL, US 60601		800-714-4658	
	(Street and Number)		(City or Town, State, Country and Zip Code)		(Area Code) (Telephone Number)	
Mail Address	77 W. Wacker Drive, Suite 1200		Chicago, IL, US 60601			
	(Street and Number or P.O. Box)		(City or Town, State, Country and Zip Code)			
Primary Location of Books and Records	77 W. Wacker Drive, Suite 1200		Chicago, IL, US 60601		800-714-4658	
	(Street and Number)		(City or Town, State, Country and Zip Code)		(Area Code) (Telephone Number)	
Internet Web Site Address	www.celtic-net.com					
Statutory Statement Contact	Bryan Carlin			314-445-0004		
	(Name)			(Area Code) (Telephone Number) (Extension)		
	bcarlin@centene.com			314-725-4658		
	(E-Mail Address)			(FAX Number)		

OFFICERS

Name	Title	Name	Title
Anand A. Shukla	Senior Vice President	David J. Burke	Vice President Treasurer
Karen E. Wegg	Vice President Administration		

OTHER OFFICERS

Rone K. Baldwin	President	Barbara Basham	Vice President
John P. Ryan	Vice President	Steele Stewart	Vice President Actuary
William N. Scheffel	Vice President	Jeffrey A. Schwaneke	Controller
Keith H. Williamson	Secretary	Tricia L. Dinkelman	Vice President of Tax
Aparna Abburi	Senior Vice President		

DIRECTORS OR TRUSTEES

Anand A. Shukla	Tricia L. Dinkelman	David J. Burke	Dale F. Schmidt
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State ofIllinois.....
County ofCook County.....
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The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC *Annual Statement Instructions and Accounting Practices and Procedures* manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

Anand A. Shukla Senior Vice President	David J. Burke Vice President Treasurer	Karen E. Wegg Vice President Administration
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a. Is this an original filing? Yes [X] No []

b. If no:

1. State the amendment number _____

2. Date filed _____

3. Number of pages attached _____

Subscribed and sworn to before me this
12 day of August, 2016

Pedro Galvan, Notary Public
12/23/2019

STATEMENT AS OF JUNE 30, 2016 OF THE CELTIC INSURANCE COMPANY

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	86,921,339		86,921,339	62,900,384
2. Stocks:				
2.1 Preferred stocks			0	0
2.2 Common stocks	17,236,882		17,236,882	4,320,166
3. Mortgage loans on real estate:				
3.1 First liens			0	0
3.2 Other than first liens			0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$ encumbrances)			0	0
4.2 Properties held for the production of income (less \$ encumbrances)			0	0
4.3 Properties held for sale (less \$ encumbrances)			0	0
5. Cash (\$111,471,358), cash equivalents (\$0) and short-term investments (\$122,727,819)	234,199,178		234,199,178	24,795,578
6. Contract loans (including \$ premium notes)			0	0
7. Derivatives	0		0	0
8. Other invested assets	1,362,915		1,362,915	1,332,726
9. Receivables for securities			0	0
10. Securities lending reinvested collateral assets			0	0
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	339,720,314	0	339,720,314	93,348,854
13. Title plants less \$ charged off (for Title insurers only)			0	0
14. Investment income due and accrued	563,057		563,057	453,986
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	16,656,839		16,656,839	2,481,940
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premiums)			0	0
15.3 Accrued retrospective premiums (\$) and contracts subject to redetermination (\$)			0	0
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	11,202,281		11,202,281	8,448,820
16.2 Funds held by or deposited with reinsured companies			0	0
16.3 Other amounts receivable under reinsurance contracts	1,304,875		1,304,875	1,522,576
17. Amounts receivable relating to uninsured plans			0	0
18.1 Current federal and foreign income tax recoverable and interest thereon	8,945,789		8,945,789	741,786
18.2 Net deferred tax asset	4,772,962	116,709	4,656,253	3,797,192
19. Guaranty funds receivable or on deposit	15,611		15,611	16,589
20. Electronic data processing equipment and software			0	0
21. Furniture and equipment, including health care delivery assets (\$)			0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	0
23. Receivables from parent, subsidiaries and affiliates	56,567,649		56,567,649	28,273,282
24. Health care (\$6,206,025) and other amounts receivable	6,206,025	4,075,697	2,130,328	810,902
25. Aggregate write-ins for other-than-invested assets	91,113	91,113	0	0
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	446,046,515	4,283,519	441,762,996	139,895,927
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	0
28. Total (Lines 26 and 27)	446,046,515	4,283,519	441,762,996	139,895,927
DETAILS OF WRITE-INS				
1101.			0	0
1102.			0	0
1103.			0	0
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 through 1103 plus 1198) (Line 11 above)	0	0	0	0
2501. PREPAID ASSETS	91,113	91,113	0	0
2502.				
2503.				
2598. Summary of remaining write-ins for Line 25 from overflow page	0	0	0	0
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	91,113	91,113	0	0

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$4,518,758 reinsurance ceded).....	118,451,478		118,451,478	34,342,185
2. Accrued medical incentive pool and bonus amounts	280,489		280,489	140,956
3. Unpaid claims adjustment expenses	1,997,730		1,997,730	433,287
4. Aggregate health policy reserves including the liability of \$6,816,927 for medical loss ratio rebate per the Public Health Service Act.....	11,000,223		11,000,223	9,534,148
5. Aggregate life policy reserves	4,096,965		4,096,965	4,096,821
6. Property/casualty unearned premium reserve			0	0
7. Aggregate health claim reserves			0	0
8. Premiums received in advance	20,446,078		20,446,078	23,416,245
9. General expenses due or accrued	9,746,116		9,746,116	3,517,431
10.1 Current federal and foreign income tax payable and interest thereon (including \$ on realized gains (losses))			0	0
10.2 Net deferred tax liability.....			0	0
11. Ceded reinsurance premiums payable	3,034,286		3,034,286	1,825,898
12. Amounts withheld or retained for the account of others			0	0
13. Remittances and items not allocated			0	0
14. Borrowed money (including \$ current) and interest thereon \$ (including \$ current)			0	0
15. Amounts due to parent, subsidiaries and affiliates	3,320,572		3,320,572	2,847,201
16. Derivatives.....		0	0	0
17. Payable for securities	2,311,812		2,311,812	0
18. Payable for securities lending			0	0
19. Funds held under reinsurance treaties (with \$1,280,747 authorized reinsurers, \$ unauthorized reinsurers and \$ certified reinsurers)	1,280,747		1,280,747	1,493,175
20. Reinsurance in unauthorized and certified (\$) companies			0	0
21. Net adjustments in assets and liabilities due to foreign exchange rates			0	0
22. Liability for amounts held under uninsured plans			0	0
23. Aggregate write-ins for other liabilities (including \$ current)	204,195,796	0	204,195,796	20,059,789
24. Total liabilities (Lines 1 to 23).....	380,162,292	0	380,162,292	101,707,136
25. Aggregate write-ins for special surplus funds	XXX	XXX	0	2,805,873
26. Common capital stock	XXX	XXX	2,500,000	2,500,000
27. Preferred capital stock	XXX	XXX		0
28. Gross paid in and contributed surplus	XXX	XXX	45,588,655	45,588,655
29. Surplus notes	XXX	XXX		0
30. Aggregate write-ins for other-than-special surplus funds	XXX	XXX	0	0
31. Unassigned funds (surplus)	XXX	XXX	13,512,049	(12,705,736)
32. Less treasury stock, at cost:				
32.1 shares common (value included in Line 26 \$)	XXX	XXX		0
32.2 shares preferred (value included in Line 27 \$)	XXX	XXX		0
33. Total capital and surplus (Lines 25 to 31 minus Line 32)	XXX	XXX	61,600,704	38,188,792
34. Total liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	441,762,996	139,895,928
DETAILS OF WRITE-INS				
2301. ACA Risk Adjustment Payable.....	160,665,537		160,665,537	11,702,152
2302. ACA Cost Sharing Payable.....	38,743,863		38,743,863	7,585,305
2303. Unclaimed Property.....	277,512		277,512	283,386
2398. Summary of remaining write-ins for Line 23 from overflow page	4,508,884	0	4,508,884	488,946
2399. Totals (Lines 2301 through 2303 plus 2398) (Line 23 above)	204,195,796	0	204,195,796	20,059,789
2501. Health Insurer Fee Estimate.....	XXX	XXX	0	2,805,873
2502.	XXX	XXX		0
2503.	XXX	XXX		0
2598. Summary of remaining write-ins for Line 25 from overflow page	XXX	XXX	0	0
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	XXX	XXX	0	2,805,873
3001.	XXX	XXX		0
3002.	XXX	XXX		0
3003.	XXX	XXX		0
3098. Summary of remaining write-ins for Line 30 from overflow page	XXX	XXX	0	0
3099. Totals (Lines 3001 through 3003 plus 3098) (Line 30 above)	XXX	XXX	0	0

STATEMENT OF REVENUE AND EXPENSES

	Current Year To Date		Prior Year To Date	Prior Year Ended December 31
	1 Uncovered	2 Total	3 Total	4 Total
1. Member Months.....	XXX	1,187,236	276,579	617,892
2. Net premium income (including \$ non-health premium income).....	XXX	404,962,045	66,851,968	170,700,969
3. Change in unearned premium reserves and reserve for rate credits	XXX		0	0
4. Fee-for-service (net of \$ medical expenses)	XXX		0	0
5. Risk revenue	XXX		0	0
6. Aggregate write-ins for other health care related revenues	XXX	0	0	0
7. Aggregate write-ins for other non-health revenues	XXX	0	0	0
8. Total revenues (Lines 2 to 7)	XXX	404,962,045	66,851,968	170,700,969
Hospital and Medical:				
9. Hospital/medical benefits		175,325,259	12,655,389	59,565,547
10. Other professional services		23,358,573	7,042,291	15,152,769
11. Outside referrals			0	0
12. Emergency room and out-of-area		38,271,221	8,704,879	19,990,096
13. Prescription drugs		64,722,467	13,861,244	37,979,575
14. Aggregate write-ins for other hospital and medical.....	0	0	0	0
15. Incentive pool, withhold adjustments and bonus amounts.....		208,131	0	159,616
16. Subtotal (Lines 9 to 15)	0	301,885,651	42,263,803	132,847,603
Less:				
17. Net reinsurance recoveries		9,507,485	4,170,409	12,150,520
18. Total hospital and medical (Lines 16 minus 17)	0	292,378,166	38,093,394	120,697,083
19. Non-health claims (net).....			0	0
20. Claims adjustment expenses, including \$ 555,845 cost containment expenses.....		16,546,395	2,773,320	6,553,413
21. General administrative expenses.....		73,000,389	12,934,994	28,771,468
22. Increase in reserves for life and accident and health contracts (including \$ increase in reserves for life only).....		(30,214)	0	(69,161)
23. Total underwriting deductions (Lines 18 through 22)	0	381,894,736	53,801,708	155,952,803
24. Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	23,067,309	13,050,260	14,748,166
25. Net investment income earned		801,191	536,263	1,115,980
26. Net realized capital gains (losses) less capital gains tax of \$ 10,863		20,173	(124)	10,393
27. Net investment gains (losses) (Lines 25 plus 26)	0	821,364	536,139	1,126,373
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$) (amount charged off \$ (3,110,518))]		(3,110,518)	(47,122)	(280,944)
29. Aggregate write-ins for other income or expenses	0	433,508	540,278	975,909
30. Net income or (loss) after capital gains tax and before all other federal income taxes (Lines 24 plus 27 plus 28 plus 29)	XXX	21,211,663	14,079,555	16,569,504
31. Federal and foreign income taxes incurred	XXX	9,777,940	5,750,134	8,260,436
32. Net income (loss) (Lines 30 minus 31)	XXX	11,433,723	8,329,421	8,309,068
DETAILS OF WRITE-INS				
0601.	XXX		0	0
0602.	XXX		0	0
0603.	XXX		0	0
0698. Summary of remaining write-ins for Line 6 from overflow page	XXX	0	0	0
0699. Totals (Lines 0601 through 0603 plus 0698) (Line 6 above)	XXX	0	0	0
0701.	XXX		0	0
0702.	XXX			
0703.	XXX			
0798. Summary of remaining write-ins for Line 7 from overflow page	XXX	0	0	0
0799. Totals (Lines 0701 through 0703 plus 0798) (Line 7 above)	XXX	0	0	0
1401.			0	0
1402.			0	0
1403.				
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0	0
1499. Totals (Lines 1401 through 1403 plus 1498) (Line 14 above)	0	0	0	0
2901. Network Rental.....		564,172	518,263	1,069,295
2902. Annuity Income.....		(130,664)	(110,877)	(226,278)
2903. Interest Maintenance Reserve Elimination.....			132,892	132,892
2998. Summary of remaining write-ins for Line 29 from overflow page	0	0	0	0
2999. Totals (Lines 2901 through 2903 plus 2998) (Line 29 above)	0	433,508	540,278	975,909

STATEMENT OF REVENUE AND EXPENSES (Continued)

	1	2	3
	Current Year To Date	Prior Year To Date	Prior Year Ended December 31
CAPITAL & SURPLUS ACCOUNT			
33. Capital and surplus prior reporting year.....	38,188,792	29,360,659	29,360,659
34. Net income or (loss) from Line 32	11,433,723	8,329,421	8,309,068
35. Change in valuation basis of aggregate policy and claim reserves		0	0
36. Change in net unrealized capital gains (losses) less capital gains tax of \$ (16,021)	9,854,108	5,322	1,324,777
37. Change in net unrealized foreign exchange capital gain or (loss)		0	0
38. Change in net deferred income tax	674,727	638,031	3,603,422
39. Change in nonadmitted assets	1,449,357	(1,084,422)	(4,829,134)
40. Change in unauthorized and certified reinsurance	0	0	0
41. Change in treasury stock		0	0
42. Change in surplus notes	0	0	0
43. Cumulative effect of changes in accounting principles		0	0
44. Capital Changes:			
44.1 Paid in		0	0
44.2 Transferred from surplus (Stock Dividend)		0	0
44.3 Transferred to surplus		0	0
45. Surplus adjustments:			
45.1 Paid in		0	0
45.2 Transferred to capital (Stock Dividend)	0	0	0
45.3 Transferred from capital		0	0
46. Dividends to stockholders		0	0
47. Aggregate write-ins for gains or (losses) in surplus	0	0	420,000
48. Net change in capital and surplus (Lines 34 to 47)	23,411,915	7,888,352	8,828,133
49. Capital and surplus end of reporting period (Line 33 plus 48)	61,600,707	37,249,011	38,188,792
DETAILS OF WRITE-INS			
4701. Change in Asset Valuation Reserve.....	0	0	420,000
4702.		0	0
4703.			
4798. Summary of remaining write-ins for Line 47 from overflow page	0	0	0
4799. Totals (Lines 4701 through 4703 plus 4798) (Line 47 above)	0	0	420,000

CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
Cash from Operations			
1. Premiums collected net of reinsurance.....	540,300,448	88,603,127	193,329,714
2. Net investment income	940,318	549,678	1,404,398
3. Miscellaneous income	564,172	0	1,058,289
4. Total (Lines 1 to 3)	541,804,938	89,152,805	195,792,401
5. Benefit and loss related payments	183,285,596	54,551,560	139,038,671
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts		0	0
7. Commissions, expenses paid and aggregate write-ins for deductions	109,621,397	68,237,764	95,049,224
8. Dividends paid to policyholders		0	0
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses).....	17,987,072	2,881,163	8,129,132
10. Total (Lines 5 through 9)	310,894,065	125,670,487	242,217,027
11. Net cash from operations (Line 4 minus Line 10)	230,910,873	(36,517,682)	(46,424,626)
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	3,727,294	7,874,469	15,514,437
12.2 Stocks	0	0	0
12.3 Mortgage loans	0	0	0
12.4 Real estate	0	0	0
12.5 Other invested assets	0	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	(4,684)	(124)	37
12.7 Miscellaneous proceeds	2,311,812	0	1
12.8 Total investment proceeds (Lines 12.1 to 12.7)	6,034,422	7,874,345	15,514,475
13. Cost of investments acquired (long-term only):			
13.1 Bonds	27,453,919	30,743,155	38,297,942
13.2 Stocks	0	3,000,000	6,050,000
13.3 Mortgage loans	0	0	0
13.4 Real estate	0	0	0
13.5 Other invested assets	60,000	210,000	247,500
13.6 Miscellaneous applications	27,552	2,865	0
13.7 Total investments acquired (Lines 13.1 to 13.6)	27,541,471	33,956,020	44,595,442
14. Net increase (or decrease) in contract loans and premium notes	0	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(21,507,048)	(26,081,675)	(29,080,967)
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes	0	0	0
16.2 Capital and paid in surplus, less treasury stock.....	0	0	0
16.3 Borrowed funds	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities	0	0	0
16.5 Dividends to stockholders	0	0	0
16.6 Other cash provided (applied).....	0	0	15,367,416
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6).....	0	0	15,367,416
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17)	209,403,825	(62,599,357)	(60,138,177)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year.....	24,795,578	84,933,755	84,933,755
19.2 End of period (Line 18 plus Line 19.1)	234,199,403	22,334,398	24,795,578

STATEMENT AS OF JUNE 30, 2016 OF THE CELTIC INSURANCE COMPANY

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
		2	3							
	Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefits Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:										
1. Prior Year	55,140	52,475	.0	2,482	.0	.0	.0	.0	.0	183
2. First Quarter	313,031	310,450	.0	2,398	.0	.0	.0	.0	.0	183
3. Second Quarter	284,636	282,116	.0	2,337	.0	.0	.0	.0	.0	183
4. Third Quarter .....	.0									
5. Current Year	0									
6. Current Year Member Months	1,187,236	1,179,417		7,270						549
Total Member Ambulatory Encounters for Period:										
7. Physician	690,812	690,812								
8. Non-Physician	575,548	575,548								
9. Total	1,266,360	1,266,360	0	0	0	0	0	0	0	0
10. Hospital Patient Days Incurred	36,775	36,775								
11. Number of Inpatient Admissions	7,956	7,956								
12. Health Premiums Written (a).....	414,895,987	410,360,403		4,535,584						
13. Life Premiums Direct.....	41,247									41,247
14. Property/Casualty Premiums Written .....	.0									
15. Health Premiums Earned	414,937,234	410,360,403		4,535,584						41,247
16. Property/Casualty Premiums Earned .....	.0									
17. Amount Paid for Provision of Health Care Services	214,335,365	214,335,365								.0
18. Amount Incurred for Provision of Health Care Services	301,885,651	301,885,651								

(a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$

CLAIMS UNPAID AND INCENTIVE POOL, WITHHOLD AND BONUS (Reported and Unreported)

[illegible]

UNDERWRITING AND INVESTMENT EXHIBIT
ANALYSIS OF CLAIMS UNPAID-PRIOR YEAR-NET OF REINSURANCE

Line of Business	Claims Paid Year to Date		Liability End of Current Quarter		5 Claims Incurred in Prior Years (Columns 1 + 3)	6 Estimated Claim Reserve and Claim Liability Dec. 31 of Prior Year
	1 On Claims Incurred Prior to January 1 of Current Year	2 On Claims Incurred During the Year	3 On Claims Unpaid Dec. 31 of Prior Year	4 On Claims Incurred During the Year		
1. Comprehensive (hospital and medical)	25,965,214	188,301,553	4,977,473	113,474,005	30,942,687	34,342,184
2. Medicare Supplement .....					.0	.0
3. Dental only .....					.0	.0
4. Vision only .....					.0	.0
5. Federal Employees Health Benefits Plan .....					.0	.0
6. Title XVIII - Medicare .....					.0	.0
7. Title XIX - Medicaid .....					.0	.0
8. Other health .....					.0	.0
9. Health subtotal (Lines 1 to 8).....	25,965,214	188,301,553	4,977,473	113,474,005	30,942,687	34,342,184
10. Health care receivables (a)		1,114,593		5,091,432	.0	.0
11. Other non-health .....					.0	.0
12. Medical incentive pools and bonus amounts .....	.67,158	1,440		280,489	.67,158	140,956
13. Totals (Lines 9-10+11+12)	26,032,372	187,188,400	4,977,473	108,663,062	31,009,845	34,483,140

(a) Excludes \$ loans or advances to providers not yet expensed.

NOTES TO FINANCIAL STATEMENTS

Q2 2016 NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies and Going Concern

A. The financial statements of Celtic Insurance Company (the Company) are presented on the basis of accounting practices prescribed or permitted by the Insurance Department of the State of Illinois.

The State of Illinois requires that insurance companies domiciled in the state of Illinois prepare their statutory basis financial statements in accordance with the NAIC Accounting Practices and Procedures Manual subject to any deviations prescribed or permitted by the State of Illinois Insurance Commissioner. The Illinois Department of Insurance has adopted the NAIC practices and procedures manual with no significant prescribed differences affecting the company.

<u>Net Income</u>	<u>State of Domicile</u>	<u>2016</u>	<u>2015</u>
(1) Illinois State Health Plan state basis (Page 4, Line 32, Columns 2 & 4)	Illinois	\$ 11,433,720	\$ 8,309,068
(2) State Prescribed Practices that increase/(decrease) NAIC SAP: e.g., Depreciation of fixed assets	Illinois		
(3) State Permitted Practices that increase/(decrease) NAIC SAP: e.g., Depreciation of fixed assets, home office property	Illinois		
(4) NAIC SAP (1+2-3=4)	Illinois	\$ 11,433,720	\$ 8,309,068
<u>Surplus</u>			
(5) Illinois State Health Plan state basis (Page 3, Line 33, Columns 3 & 4)	Illinois	\$ 61,600,704	\$ 38,188,791
(6) State Prescribed Practices that increase/(decrease) NAIC SAP: e.g., Goodwill, net e.g., Fixed Assets, net	Illinois		
(7) State Permitted Practices that increase/(decrease) NAIC SAP: e.g., Home Office Property	Illinois		
(8) NAIC SAP (5-6-7=8)	Illinois	\$ 61,600,704	\$ 38,188,791

B. Use of estimates in the preparation of the financial Statements

No Change

C. Accounting Policy

No Change to Accounting Policies

(6) *Loan-backed securities*

Loan-backed securities are carried at amortized cost. Adjustments are applied prospectively.

D. Going Concern

The Company’s management has not identified any conditions or events that raise substantial doubt about its ability to continue as a going concern.

2. Accounting Changes and Corrections of Errors

No Change

3. Business Combinations and Goodwill

No Change

4. Discontinued Operations

No Change

5. Investments

A. Mortgage Loans, including Mezzanine Real Estate Loans

No Change

B. Debt Restructuring

No Change

C. Reverse Mortgages

NOTES TO FINANCIAL STATEMENTS

No Change

D. Loan-Backed Securities

1. The source used to determine prepayment assumptions for all loan-backed securities for the Company was Bloomberg's cash flows.
2. There are no securities within the scope of this statement with a recognized other-than-temporary impairment.
3. None
4. All impaired securities (fair value is less than cost or amortized) for which an other-than-temporary impairment has not been recognized in earnings as a realized loss (including securities with a recognized other-than-temporary impairment for non-interest related declines when a non-recognized interest impairment remains):
 - a. The aggregate amount of unrealized losses:
 - i. Less than 12 months (\$729)
 - ii. 12 months or longer (\$0)
 - b. The aggregate related fair value of securities with unrealized losses:
 - i. Less than 12 months \$1,068,538
 - ii. 12 months or longer \$0
5. For each security in an unrealized loss position, the Company assesses whether it intends to sell the security or if it is more likely than not the Company will be required to sell the security before recovery of the amortized cost basis for reasons such as liquidity, contractual or regulatory purposes. If the security meets this criterion, the decline in fair value is other-than-temporary and is recorded in earnings.

E. Repurchase Agreements and/or Securities Lending Transactions

None

F. Real Estate

No Change

G. Investments in Low-Income Housing Tax Credits (LIHTC)

No Change

H. Restricted Assets

No Change

I. Working Capital Finance Investments

None

J. Offsetting and Netting of Assets and Liabilities

None

K. Structured Notes

No Change

6. Joint Ventures, Partnerships and Limited Liability Companies

No Change

7. Investment Income

No Change

8. Derivative Instruments

No Change

9. Income Taxes

No Change

NOTES TO FINANCIAL STATEMENTS

10. Information Concerning Parent, Subsidiaries and Affiliates

A, B, C, F, G. The Company is 100% owned subsidiary of Centene Corporation.

During 2016 and 2015, Centene Management Company, LLC, a wholly owned subsidiary of Centene Corporation, provided data, claims processing, case management, care coordination and general management services to the Company. Medical and administrative expenses included \$59,941,037 and \$24,669,255 for such services during the periods ended June 30, 2016 and December 31, 2015.

Nurse Response, a wholly owned subsidiary of Nursewise, LP which is in turn a wholly owned subsidiary of Centene Corporation, provides nurse-line triage services to the Company. Medical expenses included \$355,082 and \$290,623 for such services for the periods ended June 30, 2016 and December 31, 2015.

US Script, Inc., a wholly owned subsidiary of Centene Corporation, provides pharmacy benefits management services to the Company. Medical and administrative expenses included \$64,722,467 and \$38,367,817 for such services for the periods ended June 30, 2016 and December 31, 2015.

OptiCare Managed Vision, Inc., a wholly owned subsidiary of Centene Corporation, provides managed vision services to the Company. Medical expenses included \$3,816,534 and \$2,092,863 for such services for the periods ended June 30, 2016 and December 31, 2015.

Nurtur Health, Inc., a wholly owned subsidiary of Centene Corporation, provides health management services to the Company. Medical expenses included \$2,467,322 and \$1,394,992 for such services for the periods ended June 30, 2016 and December 31, 2015.

Cenpatico Behavioral Health, LLC, a wholly owned subsidiary of CenCorp Health Solutions, Inc. which is a wholly owned subsidiary of Centene Corporation, provides managed behavioral health services to the Company. Medical expenses included \$11,263,755 and \$6,197,943 for such services for the period ended June 30, 2016 and December 31, 2015.

Novasys Health Inc., a wholly owned subsidiary of Celtic Group, Inc. which is a wholly owned subsidiary of Centene Corporation, provides third party administrative services and network access to the Company. Expenses included \$330,789 and \$565,866 for such services for the periods ended June 30, 2016 and December 31, 2015.

California Health and Wellness, Inc., a wholly owned subsidiary of Centene Corporation, obtains network access services from the Company. Revenues included \$564,172 and \$1,069,295 for such services for the periods ended June 30, 2016 and December 31, 2015.

D. Included in the Company’s balance sheet as of June 30, 2016 are receivables and/or payables due from/due to parent, subsidiaries and affiliates of

Affiliated Entity	2016 Receivable	2016 Payable
Ambetter of Magnolia	3,007,840	
Ambetter of Peach State	4,570,237	-
Bridgeway Long Term Care	-	-
California Health and Wellness	284,540	-
Celtic Group	309,080	-
Cenpatico Behavioral Health	8,078,842	
Centene Corporation	-	(359,015)
Centene Management Company	39,760,738	-
Coordinated Care Corporation	-	(2,618,719)
IlliniCare Health Plan	1,958	-
NovaSys	-	(342,839)
Opticare	86,224	-
US Script	468,189	

E. Not Applicable

H. Not Applicable.

I. The Company owns a 100% interest in Ambetter of Magnolia Inc. and Ambetter of Peach State Inc. which are both insurance subsidiaries valued at audited statutory equity, neither of which exceed 10% of the admitted assets of the Company.

J. Not applicable.

K. Not applicable.

L. Not applicable.

11. Debt

None

NOTES TO FINANCIAL STATEMENTS

12. Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans

- A. Defined Benefit Plans - None
- B. Description of investment policies and strategies – No Change
- C. Narrative description of the basis used to determine the overall expected long-term rate-of-return-on-assets assumption – No Change
- D. Fair value of each class of plan assets – No Change
- E. Defined Contribution Plans – No Change
- F. Multiemployer Plans – No Change
- G. Consolidated/Holding Company Plans – No Change
- H. Post-Employment Benefits and Compensated Absences – No Change
- I. Impact of Medicare Modernization Act on Postretirement Benefits (INT 04-17) – No Change

13. Capital and Surplus, Shareholder Dividend Restrictions and Quasi-Reorganizations

No Change

14. Contingencies

No Change

15. Leases

No Change

16. Information About Financial Instruments With Off-Balance Sheet Risk And Financial Instruments With Concentrations of Credit Risk

No Change

17. Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities

None

18. Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans

No Change

19. Direct Premium Written/Produced by Managing General Agents/Third Party Administrators

No Change

20. Fair Value Measurement

- A. Assets Measured at Fair Value on a Recurring Basis

Assets and liabilities recorded at fair value in the statutory statement of admitted assets, liabilities and capital and surplus are categorized based upon the extent to which the fair value estimates are based upon observable or unobservable inputs.

Level inputs are as follows:

Level input	Input definition
Level I	Inputs are unadjusted, quoted prices for identical assets or liabilities in active markets at the measurement date.
Level II	Inputs other than quoted prices included in Level I that are observable for the asset or liability through corroboration with market data at the measurement date.
Level III	Unobservable inputs that reflect management’s best estimate of what market participants would use in pricing the asset or liability at the measurement date.

The following table summarizes fair value measurements by level at June 30, 2016 for assets and liabilities measured at fair value on a recurring basis.

NOTES TO FINANCIAL STATEMENTS

Description for each class of asset or liability	(Level 1)	(Level 2)	(Level 3)	Total
a. Assets at fair value				
Cash and Cash Equivalents	\$ 233,982,467	\$ -	\$ -	\$ 233,982,467
Perpetual Preferred stock				
Industrial and Misc	\$ -	\$ -	\$ -	\$ -
Parent, Subsidiaries and Affiliates	-	-	-	-
Total Perpetual Preferred Stocks	\$ -	\$ -	\$ -	\$ -
Bonds				
U.S. Governments	\$ -	\$ -	\$ -	\$ -
Industrial and Misc	\$ 216,711	\$ -	-	216,711
Hybrid Securities	-	-	-	-
Parent, Subsidiaries and Affiliates	-	-	-	-
Total Bonds	\$ 216,711	\$ -	\$ -	\$ 216,711
Common Stock				
Industrial and Misc	\$ -	\$ -	\$ -	\$ -
Parent, Subsidiaries and Affiliates	-	-	-	-
Total Common Stocks	\$ -	\$ -	\$ -	\$ -
Derivative assets				
Interest rate contracts	\$ -	\$ -	\$ -	\$ -
Foreign exchange contracts	-	-	-	-
Credit contracts	-	-	-	-
Commodity futures contracts	-	-	-	-
Commodity forward contracts	-	-	-	-
Total Derivatives	\$ -	\$ -	\$ -	\$ -
Separate account assets	\$ -	\$ -	\$ -	\$ -
Total assets at fair value	\$ 234,199,178	\$ -	\$ -	\$ 234,199,178
b. Liabilities at fair value				
Derivative liabilities	\$ -	\$ -	\$ -	\$ -
Total liabilities at fair value	\$ -	\$ -	\$ -	\$ -

The following table summarizes fair value measurements by level at December 31, 2015 for assets and liabilities measured at fair value on a recurring basis.

Description for each class of asset or liability	(Level 1)	(Level 2)	(Level 3)	Total
a. Assets at fair value				
Cash and Cash Equivalents	\$ 24,795,578	\$ -	\$ -	\$ 24,795,578
Perpetual Preferred stock				
Industrial and Misc	\$ -	\$ -	\$ -	\$ -
Parent, Subsidiaries and Affiliates	-	-	-	-
Total Perpetual Preferred Stocks	\$ -	\$ -	\$ -	\$ -
Bonds				
U.S. Governments	\$ -	\$ -	\$ -	\$ -
Industrial and Misc	\$ -	\$ -	-	-
Hybrid Securities	-	-	-	-
Parent, Subsidiaries and Affiliates	-	-	-	-
Total Bonds	\$ -	\$ -	\$ -	\$ -
Common Stock				
Industrial and Misc	\$ -	\$ -	\$ -	\$ -
Parent, Subsidiaries and Affiliates	-	-	-	-
Total Common Stocks	\$ -	\$ -	\$ -	\$ -
Derivative assets				
Interest rate contracts	\$ -	\$ -	\$ -	\$ -
Foreign exchange contracts	-	-	-	-
Credit contracts	-	-	-	-
Commodity futures contracts	-	-	-	-
Commodity forward contracts	-	-	-	-
Total Derivatives	\$ -	\$ -	\$ -	\$ -
Separate account assets	\$ -	\$ -	\$ -	\$ -
Total assets at fair value	\$ 24,795,578	\$ -	\$ -	\$ 24,795,578
b. Liabilities at fair value				
Derivative liabilities	\$ -	\$ -	\$ -	\$ -
Total liabilities at fair value	\$ -	\$ -	\$ -	\$ -

B. Fair Value Disclosures Under Other Pronouncements

None

C. Aggregate Fair Value for All Financial Statements

The following table summarizes fair value measurements by level at June 30, 2016 for all financial instruments:

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	Level I	Level II	Level III	Not Practicable (Carrying Value)
Cash and short-term investments	\$ 233,982,571	233,982,571	233,765,964	—	—	—
Bonds	\$ 88,456,922	86,921,339	12,743,073	75,713,849	—	—
Other Invested Assets	\$ 1,362,915	1,362,915	—	—	1,362,915	—

The following table summarizes fair value measurements by level at December 31, 2015 for all financial instruments:

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	Level I	Level II	Level III	Not Practicable (Carrying Value)
Cash and short-term investments	\$ 24,795,578	24,795,578	24,795,578	—	—	—
Bonds	\$ 63,523,410	62,900,384	12,249,524	50,228,886	1,045,000	—
Other Invested Assets	\$ 1,332,726	1,332,726	—	—	1,332,726	—

D. Aggregate Fair Value for All Financial Statements

No Change

NOTES TO FINANCIAL STATEMENTS

21. Other Items

- A. Extraordinary Items
- No Change
- B. Troubled Debt Restructuring: Debtors
- No Change
- C. Other Disclosures
- No Change
- D. Business Interruption Insurance Recoveries
- No Change
- E. State Transferable Tax Credits
- No Change
- F. Subprime Mortgage Related Risk Exposure
- No Change
- G. Retained Assets
- No Change

22. Events Subsequent

No Change

23. Reinsurance

No Change

24. Retrospectively Rated Contracts & Contracts Subject to Redetermination

- A. The Company estimates accrued retrospective premiums for its comprehensive individual health insurance business in accordance with the regulations put forth in Title 45 of the Code of Federal Regulations Part 153, Subpart F for the ACA Risk Corridors program and Title 45 of the Code of Federal Regulations Part 158 for the ACA MLR rebate Program.
- B. The company records accrued retrospective premiums through written premium.
- C. The amount of net premiums written by the company at June 30, 2016 which are subject to retrospective rating features was \$405.0 million, which represents 100% of the total net premiums written.
- D. Medical loss ratio rebates required pursuant to the Public Health Service Act –

	1	2	3	4	5
	Individual	Small Group Employer	Large Group Employer	Other Categories with Rebates	Total
Prior Reporting Year					
(1) Medical loss ratio rebates incurred	\$ 13,795,163	\$ -	\$ -	\$ -	\$ 13,795,163
(2) Medical loss ratio rebates paid	\$ 6,774,488	\$ -	\$ -	\$ -	\$ 6,774,488
(3) Medical loss ratio rebates unpaid	\$ 7,020,676	\$ -	\$ -	\$ -	\$ 7,020,676
(4) Plus reinsurance assumed amounts	xxx	xxx	xxx	xxx	\$ -
(5) Less reinsurance ceded amounts	xxx	xxx	xxx	xxx	\$ -
(6) Rebates unpaid net of reinsurance	xxx	xxx	xxx	xxx	\$ 7,020,676
Current Reporting Year-to-Date					
(7) Medical loss ratio rebates incurred	\$ (203,749)	\$ -	\$ -	\$ -	\$ (203,749)
(8) Medical loss ratio rebates paid	\$ -	\$ -	\$ -	\$ -	\$ -
(9) Medical loss ratio rebates unpaid	\$ 6,816,926	\$ -	\$ -	\$ -	\$ 6,816,926
(10) Plus reinsurance assumed amounts	xxx	xxx	xxx	xxx	\$ -
(11) Less reinsurance ceded amounts	xxx	xxx	xxx	xxx	\$ -
(12) Rebates unpaid net of reinsurance	xxx	xxx	xxx	xxx	\$ 6,816,926

- E. Risk-Sharing Provisions of the Affordable Care Act (ACA).

NOTES TO FINANCIAL STATEMENTS

1) Did the reporting entity write accident and health insurance premium that is subject to the Affordable Care Act risk-sharing provisions (YES/NO)?	Yes
2) Impact of Risk Sharing Provisions of the Affordable Care Act on Admitted Assets, Liabilities and Revenue for the Current Year	
a) Permanent ACA Risk Adjustment Program	
Assets	
1) Premium adjustments receivable due to ACA Risk Adjustment	1,861,896
Liabilities	
2) Risk adjustment user fees payable for ACA Risk Adjustment	306,019
3) Premium adjustments payable due to ACA Risk Adjustment	160,665,537
Operations (Revenue & Expense)	
4) Reported as revenue in premium for accident and health contracts (written/collected) due to ACA Risk adjustment	(148,963,386)
5) Reported in expenses as ACA risk adjustment user fees (incurred/paid)	252,989
b) Transitional ACA Reinsurance Program	
Assets	
1) Amounts recoverable for claims paid due to ACA Reinsurance	10,641,695
2) Amounts recoverable for claims unpaid due to ACA Reinsurance (Contra Liability)	3,185,647
3) Amounts receivable relating to uninsured plans for contributions for ACA Reinsurance	-
Liabilities	
4) Liabilities for contributions payable due to ACA Reinsurance - not reported as ceded premiums	1,367,204
5) Ceded reinsurance premiums payable due to ACA Reinsurance	3,034,286
6) Liabilities for amounts held under uninsured plans contributions for ACA Reinsurance	-
Operations (Revenue & Expense)	
7) Ceded reinsurance premiums due to ACA Reinsurance	3,034,285
8) Reinsurance recoveries (income statement) due to ACA Reinsurance payments or expected payments	7,241,314
9) ACA Reinsurance contributions - not reported as ceded premium	758,571
c) Temporary ACA Risk Corridors Program	
Assets	
1) Accrued retrospective premium due to ACA Risk Corridors	-
Liabilities	
2) Reserve for rate credits or policy experience rating refunds due to ACA Risk Corridors	3,499,131
Operations (Revenue & Expense)	
3) Effect of ACA Risk Corridors on net premium income	(1,700,037)
4) Effect of ACA Risk Corridors on change in reserves for rate credits	-

	Accrued During the Prior Year on Business Written Before December 31 of the Prior Year				Received or Paid as of the Current Year on Business Written Before December 31 of the Prior Year		Differences		Adjustments		Unsettled Balances as of the Reporting Date	
	1 Receivable		2 (Payable)				Prior Year Accrued Less Payments (Col 1-3)	Prior Year Accrued Less Payments (Col 2-4)	To Prior Year Balances	To Prior Year Balances	Cumulative Balance from Prior Years (Col 1-3+7)	Cumulative Balance from Prior Years (Col 2-4+8)
					7	8	9	10	11	12		
						Receivable	(Payable)	Receivable	(Payable)	Ref	Receivable	(Payable)
a) Permanent ACA Risk Adjustment Program												
1) Premium adjustments receivable	\$	-	\$	-	\$	-	\$	-	A	\$	-	
2) Premium adjustments (payable)	\$	-	(11,702,152)	\$	-	-	(11,702,152)	\$	(7,060,423)	B	-	
3) Subtotal ACA Permanent Risk Adjustment Program	\$	-	(11,702,152)	\$	-	-	(11,702,152)	\$	(7,060,423)	\$	(18,762,575)	
b) Transitional ACA Reinsurance Program												
1) Amounts recoverable for claims paid	\$	8,423,756	\$	6,835,553	\$	-	1,588,203	\$	5,879,260	C	7,467,463	
2) Amounts recoverable for claims unpaid (contra liability)	\$	-	1,870,087	\$	-	-	1,870,087	\$	(1,870,087)	D	-	
3) Amounts receivable relating to uninsured plans	\$	-	-	\$	-	-	-	\$	-	E	-	
4) Liabilities for contributions payable due to ACA Reinsurance - not reported as ceded premium	\$	-	(608,633)	\$	-	-	(608,633)	\$	-	F	(608,633)	
5) Ceded reinsurance premiums payable	\$	-	(1,825,898)	\$	(1,825,898)	\$	-	\$	-	G	-	
6) Liability for amounts held under uninsured plans	\$	-	-	\$	-	-	-	\$	-	H	-	
7) Subtotal ACA Transitional Reinsurance Program	\$	8,423,756	(564,443)	\$	6,835,553	(1,825,898)	1,588,203	\$	1,261,455	(1,870,087)	7,467,463	
c) Temporary ACA Risk Corridors Program												
1) Accrued retrospective premium	\$	-	-	\$	-	-	-	\$	-	I	-	
2) Reserve for rate credits or policy experience rating refunds	\$	-	(1,799,094)	\$	-	-	(1,799,094)	\$	-	J	(1,348,993)	
3) Subtotal ACA Risk Corridors Program	\$	-	(1,799,094)	\$	-	-	(1,799,094)	\$	-	\$	(1,348,993)	
d. Total for ACA Risk Sharing Provisions	\$	8,423,756	(14,065,888)	\$	6,835,553	(1,825,898)	1,588,203	\$	(12,239,790)	(8,480,410)	7,467,463	

25. Change in Incurred Losses and Loss Adjustment Expenses

Reserves as of December 31, 2015 were \$34.5 million. As of June 30, 2016, \$26.0 million has been paid for incurred losses and loss adjustment expenses attributable to insured events of prior years. Reserves remaining for prior years are now \$5.0 million as a result of re-estimation of unpaid claims and claim adjustment expenses on the Company’s accident and health line of insurance. Therefore, there has been \$3.5 million of favorable prior-year development since December 31, 2015 to June 30, 2016. This change is generally the result of ongoing analysis of recent loss development trends. Original estimates are increased or decreased, as additional information becomes known regarding individual claims.

26. Intercompany Pooling Arrangements

No Change

27. Structured Settlements

No Change

28. Health Care Receivables

No Change

29. Participating Policies

No Change

30. Premium Deficiency Reserves

1. Liability carried for premium deficiency reserves - \$684,166
2. Date of the most recent evaluation of this liability – 6/30/2016
3. Was anticipated investment income utilized in the calculation - Yes

31. Anticipated Salvage and Subrogation

No Change

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES
GENERAL

- 1.1

Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act?

Yes ☐ No ☒
- 1.2

If yes, has the report been filed with the domiciliary state?

Yes ☐ No ☐
- 2.1

Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity?

Yes ☐ No ☒
- 2.2

If yes, date of change:
- 3.1

Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer?

Yes ☒ No ☐
- If yes, complete Schedule Y, Parts 1 and 1A.
- 3.2

Have there been any substantial changes in the organizational chart since the prior quarter end?

Yes ☐ No ☒
- 3.3

If the response to 3.2 is yes, provide a brief description of those changes.
- 4.1

Has the reporting entity been a party to a merger or consolidation during the period covered by this statement?

Yes ☐ No ☒
- 4.2

If yes, provide the name of entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

1 Name of Entity	2 NAIC Company Code	3 State of Domicile

5.

If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved?

Yes ☐ No ☒ NA ☐
- If yes, attach an explanation.
- 6.1

State as of what date the latest financial examination of the reporting entity was made or is being made.

12/31/2014
- 6.2

State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released.

12/31/2009
- 6.3

State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date).

06/22/2011
- 6.4

By what department or departments?

Illinois Department of Insurance
- 6.5

Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments?

Yes ☒ No ☐ NA ☐
- 6.6

Have all of the recommendations within the latest financial examination report been complied with?

Yes ☒ No ☐ NA ☐
- 7.1

Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period?

Yes ☐ No ☒
- 7.2

If yes, give full information:
- 8.1

Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board?

Yes ☐ No ☒
- 8.2

If response to 8.1 is yes, please identify the name of the bank holding company.
- 8.3

Is the company affiliated with one or more banks, thrifts or securities firms?

Yes ☐ No ☒
- 8.4

If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.]

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC

GENERAL INTERROGATORIES

- 9.1

Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards?

Yes ☒ No ☐
- (a)

Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- (b)

Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
- (c)

Compliance with applicable governmental laws, rules and regulations;
- (d)

The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
- (e)

Accountability for adherence to the code.
- 9.11

If the response to 9.1 is No, please explain:
- 9.2

Has the code of ethics for senior managers been amended?

Yes ☐ No ☒
- 9.21

If the response to 9.2 is Yes, provide information related to amendment(s).
- 9.3

Have any provisions of the code of ethics been waived for any of the specified officers?

Yes ☐ No ☒
- 9.31

If the response to 9.3 is Yes, provide the nature of any waiver(s).

FINANCIAL

- 10.1

Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement?.....

Yes ☒ No ☐
- 10.2

If yes, indicate any amounts receivable from parent included in the Page 2 amount:.....\$

INVESTMENT

- 11.1

Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.)

Yes ☐ No ☒
- 11.2

If yes, give full and complete information relating thereto:
12.

Amount of real estate and mortgages held in other invested assets in Schedule BA:

\$
13.

Amount of real estate and mortgages held in short-term investments:

\$
- 14.1

Does the reporting entity have any investments in parent, subsidiaries and affiliates?

Yes ☒ No ☐
- 14.2

If yes, please complete the following:

	1	2
	Prior Year-End Book/Adjusted Carrying Value	Current Quarter Book/Adjusted Carrying Value
14.21 Bonds	\$	\$
14.22 Preferred Stock	\$	\$
14.23 Common Stock	\$ 7,353,019	\$ 17,236,882
14.24 Short-Term Investments	\$	\$
14.25 Mortgage Loans on Real Estate	\$	\$
14.26 All Other	\$	\$
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26).....	\$ 7,353,019	\$ 17,236,882
14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above	\$0	\$0

- 15.1

Has the reporting entity entered into any hedging transactions reported on Schedule DB?

Yes ☐ No ☒
- 15.2

If yes, has a comprehensive description of the hedging program been made available to the domiciliary state?

Yes ☐ No ☐
- If no, attach a description with this statement.

GENERAL INTERROGATORIES

- 16 For the reporting entity’s security lending program, state the amount of the following as of the current statement date:
- 16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2

16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2

16.3 Total payable for securities lending reported on the liability page
- \$

\$

\$

17. Excluding items in Schedule E – Part 3 – Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity’s offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 1, III – General Examination Considerations, F. Outsourcing of Critical Functions, Custodial or Safekeeping Agreements of the NAIC *Financial Condition Examiners Handbook*?

Yes [X] No []

- 17.1 For all agreements that comply with the requirements of the NAIC *Financial Condition Examiners Handbook*, complete the following:

1	2
Name of Custodian(s)	Custodian Address
Brown Brothers Harriman Trust Company.....	140 Broadway, New York, NY 10005.....
Conseco Capital Management.....	11825 North Pennsylvania Street, Building K, Carmel, IN 46032.....

- 17.2 For all agreements that do not comply with the requirements of the NAIC *Financial Condition Examiners Handbook*, provide the name, location and a complete explanation:

1	2	3
Name(s)	Location(s)	Complete Explanation(s)

- 17.3 Have there been any changes, including name changes, in the custodian(s) identified in 17.1 during the current quarter?

Yes [] No [X]

- 17.4 If yes, give full and complete information relating thereto:

1	2	3	4
Old Custodian	New Custodian	Date of Change	Reason

- 17.5 Identify all investment advisors, broker/dealers or individuals acting on behalf of broker/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:

1	2	3
Central Registration Depository	Name(s)	Address

- 18.1 Have all the filing requirements of the *Purposes and Procedures Manual of the NAIC Investment Analysis Office* been followed?

Yes [X] No []

- 18.2 If no, list exceptions:
.....

GENERAL INTERROGATORIES
PART 2 - HEALTH

1.	Operating Percentages:	
1.1	A&H loss percent.....	72.3 %
1.2	A&H cost containment percent	0.1 %
1.3	A&H expense percent excluding cost containment expenses.....	%
2.1	Do you act as a custodian for health savings accounts?.....	Yes [] No [X]
2.2	If yes, please provide the amount of custodial funds held as of the reporting date.....	\$
2.3	Do you act as an administrator for health savings accounts?.....	Yes [] No [X]
2.4	If yes, please provide the balance of the funds administered as of the reporting date.....	\$

STATEMENT AS OF JUNE 30, 2016 OF THE CELTIC INSURANCE COMPANY

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

[illegible]

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Current Year to Date - Allocated by States and Territories										
States, Etc.	1 Active Status	Direct Business Only								
		2 Accident & Health Premiums	3 Medicare Title XVIII	4 Medicaid Title XIX	5 Federal Employees Health Benefits Program Premiums	6 Life & Annuity Premiums & Other Considerations	7 Property/ Casualty Premiums	8 Total Columns 2 Through 7	9 Deposit-Type Contracts	
1. Alabama	AL	L86,822				1,536		88,358		
2. Alaska	AK	L1,949						1,949		
3. Arizona	AZ	L26,629				223		26,852		
4. Arkansas	AR	L96,835,088				1,936		96,837,024		
5. California	CA	L44,472						44,472		
6. Colorado	CO	L8,426				126		8,552		
7. Connecticut	CT	L85,765				440		86,205		
8. Delaware	DE	L15,265				141		15,406		
9. Dist. Columbia	DC	L3,932						3,932		
10. Florida	FL	L147,223,597				1,019		147,224,616		
11. Georgia	GA	L228,422				474		228,896		
12. Hawaii	HI	L						0		
13. Idaho	ID	L						0		
14. Illinois	IL	L17,050,200				3,214		17,053,414		
15. Indiana	IN	L30,458,215				2,212		30,460,427		
16. Iowa	IA	L47,324				278		47,602		
17. Kansas	KS	L23,979						23,979		
18. Kentucky	KY	L9,360						9,360		
19. Louisiana	LA	L11,097						11,097		
20. Maine	ME	L7,942				377		8,319		
21. Maryland	MD	L41,401						41,401		
22. Massachusetts	MA	L20,521				3,055		23,576		
23. Michigan	MI	L12,647						12,647		
24. Minnesota	MN	L10,456						10,456		
25. Mississippi	MS	L46,082				343		46,425		
26. Missouri	MO	L33,242						33,242		
27. Montana	MT	L4,066						4,066		
28. Nebraska	NE	L81,388				184		81,572		
29. Nevada	NV	L20,892						20,892		
30. New Hampshire	NH	L52,034,151						52,034,151		
31. New Jersey	NJ	L509,434						509,434		
32. New Mexico	NM	L43,120				2,951		46,071		
33. New York	NY	N36,646				100		36,746		
34. North Carolina	NC	L61,674				2,733		64,407		
35. North Dakota	ND	L3,470						3,470		
36. Ohio	OH	L56,567				3,705		60,272		
37. Oklahoma	OK	L14,030				72		14,102		
38. Oregon	OR	L2,771						2,771		
39. Pennsylvania	PA	L72,336						72,336		
40. Rhode Island	RI	L2,100						2,100		
41. South Carolina	SC	L75,559				3,129		78,688		
42. South Dakota	SD	L19,862				154		20,016		
43. Tennessee	TN	L26,625				3,428		30,053		
44. Texas	TX	L69,398,711				3,990		69,402,701		
45. Utah	UT	L5,267						5,267		
46. Vermont	VT	L13,648						13,648		
47. Virginia	VA	L45,338				3,935		49,273		
48. Washington	WA	L6,034						6,034		
49. West Virginia	WV	L13,933						13,933		
50. Wisconsin	WI	L9,159				771		9,930		
51. Wyoming	WY	L6,373				721		7,094		
52. American Samoa	AS	N						0		
53. Guam	GU	N						0		
54. Puerto Rico	PR	N						0		
55. U.S. Virgin Islands	VI	N						0		
56. Northern Mariana Islands	MP	N						0		
57. Canada	CAN	N						0		
58. Aggregate other alien	OT	XXX0	0	0	0	0	0	0	0	0
59. Subtotal	XXX	414,895,987	0	0	0	41,247	0	414,937,234	0	0
60. Reporting entity contributions for Employee Benefit Plans	XXX							0		
61. Total (Direct Business)	(a)50	414,895,987	0	0	0	41,247	0	414,937,234	0	0
DETAILS OF WRITE-INS										
58001	XXX									
58002	XXX									
58003	XXX									
58998 Summary of remaining write-ins for Line 58 from overflow page.	XXX	0	0	0	0	0	0	0	0	0
58999 Totals (Lines 58001 through 58003 plus 58998) (Line 58 above)	XXX	0	0	0	0	0	0	0	0	0

(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business in the state.
(a) Insert the number of L responses except for Canada and other Alien.

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP
PART 1 - ORGANIZATIONAL CHART

Centene Corporation	42-1406317	DE	
Bankers Reserve Life Insurance Company of Wisconsin	39-0993433	WI	71013
Health Plan Real Estate Holding, Inc	46-2860967	MO	
Peach State Health Plan, Inc	20-3174593	GA	12315
Health Plan Real Estate Holding, Inc	46-2860967	MO	
Iowa Total Care, Inc	46-4829006	IA	15713
Buckeye Community Health Plan, Inc	32-0045282	OH	11834
Health Plan Real Estate Holding, Inc	46-2860967	MO	
Absolute Total Care, Inc	20-5693998	SC	12959
Health Plan Real Estate Holding, Inc	46-2860967	MO	
Physicians Choice, LLC	59-3807546	SC	
PhyTrust of South Carolina LLC	65-1206841	FL	
Coordinated Care Corporation d/b/a Managed Health Services	39-1821211	IN	95831
Health Plan Real Estate Holding, Inc	46-2860967	MO	
Healthy Washington Holdings, Inc	46-5523218	DE	
Coordinated Care of Washington, Inc	46-2578279	WA	15352
Managed Health Services Insurance Corp	39-1678579	WI	96822
Health Plan Real Estate Holding, Inc	46-2860967	MO	
Hallmark Life Insurance Co	86-0819817	AZ	60078
Superior HealthPlan, Inc	74-2770542	TX	95647
Health Plan Real Estate Holding, Inc	46-2860967	MO	
Healthy Louisiana Holdings LLC	27-0916294	DE	
Louisiana Healthcare Connections, Inc	27-1287287	LA	13970
Magnolia Health Plan Inc	20-8570212	MS	13923
IlliniCare Health Plan, Inc	27-2186150	IL	14053
Health Plan Real Estate Holding, Inc	46-2860967	MO	
Sunshine Health Holding LLC	26-0557093	FL	
Sunshine State Health Plan, Inc	20-8937577	FL	13148
Access Health Solutions LLC	56-2384404	FL	
Sunshine Consulting Services, Inc.	27-0242132	DE	
Kentucky Spirit Health Plan, Inc	45-1294925	KY	14100
Healthy Missouri Holding, Inc	45-5070230	MO	
Home State Health Plan, Inc	45-2798041	MO	14218
Health Plan Real Estate Holding, Inc	46-2860967	MO	
Sunflower State Health Plan, Inc	45-3276702	KS	14345
Granite State Health Plan, Inc	45-4792498	NH	14226
Bridgeway Advantage Solutions, Inc	46-4195563	AZ	15447
California Health and Wellness Plan	46-0907261	CA	
Fidelis SecureCare of Michigan, Inc.	30-0312489	MI	10769
Agate Resources, Inc.	20-0483299	OR	
Lane Individual Practice Association, Inc.	93-1198219	OR	

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP
PART 1 - ORGANIZATIONAL CHART

Trillium Community Health Plan, Inc.	42-1694349	OR	12559
Trillium Community Health Plan, Inc.	42-1694349	OR	12559
Agate Properties, LLC	26-4475075	OR	
Independent Professional Services, LLC	93-1198376	OR	
Nebraska Total Care, Inc.	47-5123293	NE	15902
Pennsylvania Health & Wellness, Inc.	47-5340613	PA	
Superior HealthPlan Community Solutions, Inc.	47-5664832	TX	15912
Sunshine Health Community Solutions, Inc.	47-5667095	FL	15927
Arkansas Health and Wellness Inc.	81-1282251	AR	
Bridgeway Health Solutions, LLC	20-4980875	DE	
Bridgeway Health Solutions of Arizona Inc.	20-4980818	AZ	
Celtic Group, Inc	36-2979209	DE	
Celtic Insurance Company	06-0641618	IL	80799
Ambetter of Magnolia Inc	35-2525384	MS	15762
Ambetter of Peach State Inc.	36-4802632	GA	15729
Novasys Health, Inc	27-2221367	DE	
CeltiCare Health Plan Holdings LLC	26-4278205	DE	
CeltiCare Health Plan of Massachusetts, Inc.	26-4818440	MA	13632
Centene Management Company LLC	39-1864073	WI	
CMC Real Estate Co. LLC	20-0057283	DE	
Centene Center LLC	26-4094682	DE	
Centene Center II, LLC	47-5156015	DE	
CMC Hanley, LLC	46-4234827	MO	
Forhan, LLC	47-2914561	MO	
Hanley-Forsyth, LLC	37-1766939	MO	
GPT Acquisition LLC	45-5431787	DE	
Clayton Property Investment LLC	45-4372065	DE	
LSM Holdco, Inc.	46-2794037	DE	
Lifeshare Management Group, LLC	46-2798132	NH	
CCTX Holdings, LLC	20-2074217	DE	
Centene Company of Texas, LP	74-2810404	TX	
Centene Holdings, LLC	20-2074277	DE	
Centene Company of Texas, LP	74-2810404	TX	
MHS Travel & Charter, Inc	43-1795436	WI	
Health Care Enterprises, LLC	46-4855483	DE	
Envolve Holdings, Inc.	22-3889471	DE	
Cenpatico Behavioral Health, LLC	68-0461584	CA	
CBHSP Arizona, Inc	86-0782736	AZ	
Cenpatico of California, Inc	47-2595704	CA	
Integrated Mental Health Mgmt, LLC	74-2892993	TX	
Integrated Mental Health Services	74-2785494	TX	

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP
PART 1 - ORGANIZATIONAL CHART

15.2

Cenpatico Behavioral Health of Arizona, LLC	20-1624120	AZ	
Cenpatico of Arizona Inc.	80-0879942	AZ	14704
Envolve, Inc.	37-1788565	DE	
AHA Administrative Services, LLC	47-4545413	AL	
Centene Health Systems Group of New York	47-3454898	NY	
Envolve PeopleCare, Inc.	06-1476380	DE	
LiveHealthier, Inc.	47-2516714	DE	
Envolve Benefit Options, Inc.	Pending	DE	
Envolve Vision Benefits, Inc.	20-4730341	DE	
Envolve Captive Insurance Company, Inc.	36-4520004	SC	
AECC Total Vision Health Plan of Texas, Inc	75-2592153	TX	95302
Envolve Vision, Inc	20-4773088	DE	
Envolve Vision of Florida, Inc	65-0094759	FL	
Envolve Total Vision, Inc.	20-4861241	DE	
Envolve Vision of New York, Inc.	06-1635519	NY	
Envolve Dental, Inc.	46-2783884	DE	
Envolve Dental of Florida, Inc.	81-2969330	FL	
Envolve Dental of Texas, Inc.	81-2796896	TX	
Cenpatico of Louisiana, Inc.	45-2303998	LA	15357
Envolve Pharmacy Solutions, Inc.	77-0578529	DE	
LBB Industries, Inc	76-0511700	TX	
RX Direct, Inc	75-2612875	TX	
US Script IPA, LLC	46-2307356	NY	
Casenet LLC	90-0636938	DE	
Casenet S.R.O.	Foreign	CZE	
Centurion Group, Inc	61-1450727	DE	
Centurion LLC	90-0766502	DE	
Centurion of Virginia, LLC	47-1577742	VA	
Centurion of Vermont, LLC	47-1686283	VT	
Centurion of Mississippi, LLC	47-2967381	MS	
Centurion of Tennessee, LLC	30-0752651	TN	
Massachusetts Partnership for Correctional Healthcare, LLC	61-1696004	MA	
Centurion of Idaho, LLC	46-3590120	ID	
Centurion of Minnesota, LLC	46-2717814	MN	
Centurion Correctional Healthcare of New Mexico, LLC	81-1161492	NM	
Centurion of Florida, LLC	81-0687470	FL	
Specialty Therapeutic Care Holdings, LLC	27-3617766	DE	
Specialty Therapeutic Care, LP	73-1698808	TX	
Specialty Therapeutic Care, GP, LLC	73-1698807	TX	
Specialty Therapeutic Care, LP	73-1698808	TX	
Specialty Therapeutic Care West, LLC	26-2624521	TX	

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP
PART 1 - ORGANIZATIONAL CHART

AcariaHealth Solutions, Inc.	80-0856383	DE
AcariaHealth, Inc.	45-2780334	DE
AcariaHealth Pharmacy #14, Inc	27-1599047	CA
AcariaHealth Pharmacy #11, Inc	20-8192615	TX
AcariaHealth Pharmacy #12, Inc	27-2765424	NY
AcariaHealth Pharmacy #13, Inc	26-0226900	CA
AcariaHealth Pharmacy, Inc	13-4262384	CA
HomeScripts.com, LLC	27-3707698	MI
New York Rx, Inc.	20-8235695	NY
U.S. Medical Management Holdings, Inc	27-0275614	DE
U.S. Medical Management, LLC	38-3153946	DE
U.S. Medical Management, LLC	38-3153946	DE
RMED, LLC	31-1733889	FL
IAH of Florida, LLC	47-2138680	FL
Heritage Home Hospice, LLC	51-0581762	MI
Grace Hospice of Austin, LLC	20-2827613	MI
ComfortBrook Hospice, LLC	20-1530070	OH
Comfort Hospice of Texas, LLC	20-4996551	MI
Grace Hospice of San Antonio, LLC	20-2827526	MI
Grace Hospice of Grand Rapids, LLC	45-0679248	MI
Grace Hospice of Indiana, LLC	45-0634905	MI
Grace Hospice of Virginia, LLC	45-5080637	MI
Comfort Hospice of Missouri, LLC	45-5080567	MI
Grace Hospice of Colorado, LLC	45-5080675	MI
Grace Hospice of Wisconsin, LLC	46-1708834	MI
Seniorcorps Peninsula, LLC	26-4435532	VA
R&C Healthcare, LLC	33-1179031	TX
A N J, LLC	20-0927034	TX
Pinnacle Senior Care of Missouri, LLC	46-0861469	MI
Country Style Health Care, LLC	03-0556422	TX
Phoenix Home Health Care, LLC	14-1878333	DE
Traditional Home Health Services, LLC	75-2635025	TX
Family Nurse Care, LLC	38-2751108	MI
Family Nurse Care II, LLC	20-5108540	MI
Family Nurse Care of Ohio, LLC	20-3920947	MI
Pinnacle Senior Care of Wisconsin, LLC	46-4229858	WI
Pinnacle Senior Care of Indiana, LLC	81-1565426	MI
Pinnacle Home Care, LLC	76-0713516	TX
North Florida Health Services, Inc	59-3519060	FL
Pinnacle Sr. Care of Kalamazoo, LLC	47-1742728	MI
Hospice DME Company, LLC	46-1734288	MI

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP
PART 1 - ORGANIZATIONAL CHART

Rapid Respiratory Services, LLC	20-4364776	DE	
USMM Accountable Care Network, LLC	46-5730959	DE	
USMM Accountable Care Partners, LLC	46-5735993	DE	
USMM Accountable Care Solutions, LLC	46-5745748	DE	
USMM ACO, LLC	45-4165480	MI	
USMM ACO Florida, LLC	45-4157180	MI	
USMM ACO North Texas, LLC	45-4154905	MI	
Health Net, Inc.	47-5208076	DE	
Health Net of California, Inc.	95-4402957	CA	
Health Net Life Insurance Company	73-0654885	CA	66141
Health Net Life Reinsurance Company	98-0409907	CJ	
Health Net of California Real Estate Holdings, Inc.	54-2174069	CA	
Managed Health Network, Inc.	95-4117722	DE	
Catalina Behavioral Health Services, Inc.	51-0490598	AZ	
Managed Health Network	95-3817988	CA	
MHN Services	95-4146179	CA	
MHN Services IPA, Inc.	13-4027559	NY	
MHN Government Services, Inc.	42-1680916	DE	
MHN Global Services, Inc.	51-0589404	DE	
MHN Government Services-Belgium, Inc.	80-0852000	DE	
MHN Government Services-Djibouti, Inc.	90-0889816	DE	
MHN Government Services-Germany, Inc.	80-0852008	DE	
MHN Government Services-Guam, Inc.	90-0889803	DE	
MHN Government Services-International, Inc.	90-0889825	DE	
MHN Government Services-Italy, Inc.	80-0852019	DE	
MHN Government Services-Japan, Inc.	46-1038058	DE	
MHN Government Services-Puerto Rico, Inc.	90-0889815	DE	
MHN Government Services-Turkey, Inc.	90-0889824	DE	
MHN Government Services-United Kingdom, Inc.	90-0889833	DE	
Network Providers, LLC	88-0357895	DE	
Health Net Federal Services, LLC	68-0214809	DE	
Health Net Preferred Providers, LLC	61-1388903	DE	
Health Net Veterans, LLC	35-2490375	DE	
Network Providers, LLC	88-0357895	DE	
Health Net of the Northeast, LLC	06-1116976	DE	
Health Net of the Northeast, LLC	06-1116976	DE	
QualMed, Inc.	84-1175468	DE	
QualMed Plans for Health of Colorado, Inc.	84-0975985	CO	
Health Net Health Plan of Oregon, Inc.	93-1004034	OR	95800
HSI Advantage Health Holdings, Inc.	23-2867299	DE	
QualMed Plans for Health of Western Pennsylvania, Inc.	23-2867300	PA	

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP
PART 1 - ORGANIZATIONAL CHART

Pennsylvania Health Care Plan, Inc.	25-1516632	PA	
Health Net Services Inc.	94-3037822	DE	
Health Net Community Solutions, Inc.	54-2174068	CA	
Health Net of Arizona, Inc.	36-3097810	AZ	95206
Health Net One Payment Services, Inc.	54-2153100	DE	
Health Net of Pennsylvania, LLC	n/a	PA	
QualMed Plans for Health of Pennsylvania, Inc.	23-2456130	PA	
FH Surgery Limited, Inc.	68-0390434	CA	
Foundation Health Facilities, Inc.	68-0390438	CA	
FH Assurance Company	98-0150604	CYM	
Health Net Pharmaceutical Services	68-0295375	CA	
Health Net of Arizona Administrative Services, Inc.	86-0660443	AZ	
Health Net Community Solutions of Arizona, Inc.	81-1348826	AZ	15895
National Pharmacy Services Inc.	84-1301249	DE	
Integrated Pharmacy Systems, Inc.	23-2789453	PA	
FH Surgery Centers Inc.	68-0390435	CA	
Greater Sacramento Surgery Center LP	68-0343818	CA	
Health Net Access, Inc.	46-2616037	AZ	
MHS Consulting, International, Inc	20-8630006	DE	
PRIMEROSALUD, S.L.	Foreign	ESP	
Centene UK Limited	Foreign	GBR	
The Practice (Group) Limited	Foreign	GBR	

STATEMENT AS OF JUNE 30, 2016 OF THE CELTIC INSURANCE COMPANY

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	*
01295.....	Centene Corporation.....	00000.....	42-1406317.....		0001071739.....	New York Stock Exchange.....	Centene Corporation.....	DE.....	UDP.....	Shareholders/Board of Directors.....	Shareholders/Board of Directors.....	100.0.....	Shareholders/Board of Directors.....	0.....
01295.....	Centene Corporation.....	71013.....	39-0993433.....				Bankers Reserve Life Insurance Company of Wisconsin.....	WI.....	IA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	46-2860967.....				Health Plan Real Estate Holding, Inc.....	MO.....	NIA.....	Bankers Reserve Life Insurance Company of Wisconsin.....	Ownership.....	17.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	12315.....	20-3174593.....				Peach State Health Plan, Inc.....	GA.....	IA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	46-2860967.....				Health Plan Real Estate Holding, Inc.....	MO.....	NIA.....	Peach State Health Plan, Inc.....	Ownership.....	21.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	15713.....	46-4829006.....				Iowa Total Care, Inc.....	IA.....	IA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	11834.....	32-0045282.....				Buckeye Community Health Plan, Inc.....	OH.....	IA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	46-2860967.....				Health Plan Real Estate Holding, Inc.....	MO.....	NIA.....	Buckeye Community Health Plan, Inc.....	Ownership.....	13.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	12959.....	20-5693998.....				Absolute Total Care, Inc.....	SC.....	IA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	46-2860967.....				Health Plan Real Estate Holding, Inc.....	MO.....	NIA.....	Absolute Total Care, Inc.....	Ownership.....	1.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	59-3807546.....				Physicians Choice, LLC.....	SC.....	NIA.....	Absolute Total Care, Inc.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	65-1206841.....				PhyTrust of South Carolina LLC.....	FL.....	NIA.....	Absolute Total Care, Inc.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	95831.....	39-1821211.....				Coordinated Care Corporation d/b/a Managed Health Services.....	IN.....	IA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	46-2860967.....				Health Plan Real Estate Holding, Inc.....	MO.....	NIA.....	Coordinated Care Corporation d/b/a Managed Health Services.....	Ownership.....	15.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	46-5523218.....				Healthy Washington Holdings, Inc.....	DE.....	NIA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	15352.....	46-2578279.....				Coordinated Care of Washington, Inc.....	WA.....	IA.....	Healthy Washington Holdings, Inc.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	96822.....	39-1678579.....				Managed Health Services Insurance Corp.....	WI.....	IA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	46-2860967.....				Health Plan Real Estate Holding, Inc.....	MO.....	NIA.....	Managed Health Services Insurance Corp.....	Ownership.....	2.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	60078.....	86-0819817.....				Hallmark Life Insurance Co.....	AZ.....	IA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	95647.....	74-2770542.....				Superior HealthPlan, Inc.....	TX.....	IA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	46-2860967.....				Health Plan Real Estate Holding, Inc.....	MO.....	NIA.....	Superior HealthPlan, Inc.....	Ownership.....	21.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	27-0916294.....				Healthy Louisiana Holdings LLC.....	DE.....	NIA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	13970.....	27-1287287.....				Louisiana Healthcare Connections, Inc.....	LA.....	IA.....	Healthy Louisiana Holdings LLC.....	Ownership.....	100.0.....	Centene Corporation.....	0.....

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PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

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Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	*
01295.....	Centene Corporation.....	13923.....	20-8570212.....				Magnolia Health Plan Inc.....	MS.....	IA.....	Centene Corporation.....	Ownership.....	100.0	Centene Corporation.....	0
01295.....	Centene Corporation.....	14053.....	27-2186150.....				IlliniCare Health Plan, Inc.....	IL.....	IA.....	Centene Corporation.....	Ownership.....	100.0	Centene Corporation.....	0
01295.....	Centene Corporation.....	00000.....	46-2860967.....				Health Plan Real Estate Holding, Inc.....	MO.....	NIA.....	IlliniCare Health Plan, Inc.....	Ownership.....	5.0	Centene Corporation.....	0
01295.....	Centene Corporation.....	00000.....	26-0557093.....				Sunshine Health Holding LLC.....	FL.....	NIA.....	Centene Corporation.....	Ownership.....	100.0	Centene Corporation.....	0
01295.....	Centene Corporation.....	13148.....	20-8937577.....				Sunshine State Health Plan, Inc.....	FL.....	IA.....	Sunshine Health Holding LLC.....	Ownership.....	100.0	Centene Corporation.....	0
01295.....	Centene Corporation.....	00000.....	56-2384404.....				Access Health Solutions LLC.....	FL.....	NIA.....	Sunshine Health Holding LLC.....	Ownership.....	100.0	Centene Corporation.....	0
01295.....	Centene Corporation.....	00000.....	27-0242132.....				Sunshine Consulting Services, Inc.....	DE.....	NIA.....	Sunshine Health Holding LLC.....	Ownership.....	100.0	Centene Corporation.....	0
01295.....	Centene Corporation.....	14100.....	45-1294925.....				Kentucky Spirit Health Plan, Inc.....	KY.....	IA.....	Centene Corporation.....	Ownership.....	100.0	Centene Corporation.....	0
01295.....	Centene Corporation.....	00000.....	45-5070230.....				Healthy Missouri Holding, Inc.....	MO.....	NIA.....	Centene Corporation.....	Ownership.....	95.0	Centene Corporation.....	0
01295.....	Centene Corporation.....	14218.....	45-2798041.....				Home State Health Plan, Inc.....	MO.....	IA.....	Healthy Missouri Holding, Inc.....	Ownership.....	100.0	Centene Corporation.....	0
01295.....	Centene Corporation.....	00000.....	46-2860967.....				Health Plan Real Estate Holding, Inc.....	MO.....	NIA.....	Home State Health Plan, Inc.....	Ownership.....	5.0	Centene Corporation.....	0
01295.....	Centene Corporation.....	14345.....	45-3276702.....				Sunflower State Health Plan, Inc.....	KS.....	IA.....	Centene Corporation.....	Ownership.....	100.0	Centene Corporation.....	0
01295.....	Centene Corporation.....	14226.....	45-4792498.....				Granite State Health Plan, Inc.....	NH.....	IA.....	Centene Corporation.....	Ownership.....	100.0	Centene Corporation.....	0
01295.....	Centene Corporation.....	15447.....	46-4195563.....				Bridgeway Advantage Solutions, Inc.....	AZ.....	IA.....	Centene Corporation.....	Ownership.....	100.0	Centene Corporation.....	0
01295.....	Centene Corporation.....	00000.....	46-0907261.....				California Health and Wellness Plan.....	CA.....	NIA.....	Centene Corporation.....	Ownership.....	100.0	Centene Corporation.....	0
01295.....	Centene Corporation.....	10769.....	30-0312489.....				Fidelis SecureCare of Michigan, Inc.....	MI.....	IA.....	Centene Corporation.....	Ownership.....	100.0	Centene Corporation.....	0
01295.....	Centene Corporation.....	00000.....	20-0483299.....				Agate Resources, Inc.....	OR.....	NIA.....	Centene Corporation.....	Ownership.....	100.0	Centene Corporation.....	0
01295.....	Centene Corporation.....	00000.....	93-1198219.....				Lane Individual Practice Association, Inc.....	OR.....	NIA.....	Agate Resources, Inc.....	Ownership.....	100.0	Centene Corporation.....	0
01295.....	Centene Corporation.....	12559.....	42-1694349.....				Trillium Community Health Plan, Inc.....	OR.....	IA.....	Lane Individual Practice Association, Inc.....	Ownership.....	60.0	Centene Corporation.....	0
01295.....	Centene Corporation.....	12559.....	42-1694349.....				Trillium Community Health Plan, Inc.....	OR.....	IA.....	Agate Resources, Inc.....	Ownership.....	40.0	Centene Corporation.....	0
01295.....	Centene Corporation.....	00000.....	26-4475075.....				Agate Properties, LLC.....	OR.....	NIA.....	Agate Resources, Inc.....	Ownership.....	100.0	Centene Corporation.....	0
01295.....	Centene Corporation.....	00000.....	93-1198376.....				Independent Professional Services, LLC.....	OR.....	NIA.....	Agate Resources, Inc.....	Ownership.....	100.0	Centene Corporation.....	0
01295.....	Centene Corporation.....	00000.....	47-5123293.....				Nebraska Total Care, Inc.....	NE.....	NIA.....	Centene Corporation.....	Ownership.....	100.0	Centene Corporation.....	0
01295.....	Centene Corporation.....	00000.....	47-5340613.....				Pennsylvania Health & Wellness, Inc.....	PA.....	NIA.....	Centene Corporation.....	Ownership.....	100.0	Centene Corporation.....	0

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01295.....	Centene Corporation.....	00000.....	39-1864073.....				Centene Management Company LLC.....	WI.....	NIA.....	Centene Corporation..... Centene Management Company	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	20-0057283.....				CMC Real Estate Co. LLC.....	DE.....	NIA.....	Centene Management Company LLC.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	26-4094682.....				Centene Center LLC.....	DE.....	NIA.....	CMC Real Estate Co. LLC.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	47-5156015.....				Centene Center II, LLC.....	DE.....	NIA.....	CMC Real Estate Co. LLC.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	46-4234827.....				CMC Hanley, LLC.....	MO.....	NIA.....	CMC Real Estate Co. LLC.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	47-2914561.....				Forhan, LLC.....	MO.....	NIA.....	CMC Real Estate Co. LLC.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	37-1766939.....				Hanley-Forsyth, LLC.....	MO.....	NIA.....	CMC Real Estate Co. LLC.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	45-5431787.....				GPT Acquisition LLC.....	DE.....	NIA.....	CMC Real Estate Co. LLC.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	45-4372065.....				Clayton Property Investment LLC.....	DE.....	NIA.....	GPT Acquisition LLC.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	46-2794037.....				LSM Holdco, Inc.....	DE.....	NIA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	46-2798132.....				Lifeshare Management Group, LLC.....	NH.....	NIA.....	LSM Holdco, Inc.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....					Chopin Merger Sub I, Inc.....	DE.....	NIA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	47-5208076.....				Chopin Merger Sub II, Inc.....	DE.....	NIA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	20-2074217.....				CCTX Holdings, LLC.....	DE.....	NIA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	74-2810404.....				Centene Company of Texas, LP.....	TX.....	NIA.....	CCTX Holdings, LLC.....	Ownership.....	1.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	20-2074277.....				Centene Holdings, LLC.....	DE.....	NIA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	74-2810404.....				Centene Company of Texas, LP.....	TX.....	NIA.....	Centene Holdings, LLC.....	Ownership.....	99.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	43-1795436.....				MHS Travel & Charter, Inc.....	WI.....	NIA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	47-2516714.....				LiveHealthier, Inc.....	DE.....	NIA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	37-1788565.....				Envolve, Inc.....	DE.....	NIA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	47-3454898.....				Centene Health Systems Group of New York.....	NY.....	NIA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	46-4855483.....				Health Care Enterprises, LLC.....	DE.....	NIA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	22-3889471.....				GenCorp Health Solutions, Inc.....	DE.....	NIA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	42-1565805.....				Genphiny Mgmt, LLC.....	DE.....	NIA.....	GenCorp Health Solutions, Inc.....	Ownership.....	100.0.....	Centene Corporation.....	0.....

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01295.....	Centene Corporation.....	00000.....	42-1565807.....				NurseWise Holdings LLC.....	DE.....	NIA.....	CenCorp Health Solutions, Inc.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	52-2379566.....				NurseWise LP.....	DE.....	NIA.....	NurseWise Holdings LLC.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	20-4730372.....				Nurse Response, Inc.....	DE.....	NIA.....	NurseWise LP.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	20-4980875.....				Bridgeway Health Solutions, LLC.....	DE.....	NIA.....	CenCorp Health Solutions, Inc.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	20-4980818.....				Bridgeway Health Solutions of Arizona, Inc.....	AZ.....	NIA.....	Bridgeway Health Solutions, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	06-1476380.....				Nurtur Health, Inc.....	DE.....	NIA.....	CenCorp Health Solutions, Inc.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	06-1404277.....				Family Care & Workforce Diversity Consultants LLC d/b/a Worklife Innovations.....	CT.....	NIA.....	Nurtur Health, Inc.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	16-1686991.....				Wellness By Choice, LLC.....	NY.....	NIA.....	Family Care & Workforce Diversity Consultants LLC d/b/a Worklife Innovations.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	68-0461584.....				Cenpatico Behavioral Health, LLC.....	CA.....	NIA.....	CenCorp Health Solutions, Inc.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	12525.....	74-3018565.....				Cenpatico Behavioral Health of Texas, Inc.....	TX.....	IA.....	Cenpatico Behavioral Health, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	86-0782736.....				CBHSP Arizona, Inc.....	AZ.....	NIA.....	Cenpatico Behavioral Health, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	47-2595704.....				Cenpatico of California, Inc.....	CA.....	NIA.....	Cenpatico Behavioral Health, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	74-2892993.....				Integrated Mental Health Mgmt, LLC.....	TX.....	NIA.....	Cenpatico Behavioral Health, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	74-2785494.....				Integrated Mental Health Services.....	TX.....	NIA.....	Integrated Mental Health Mgmt, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	20-1624120.....				Cenpatico Behavioral Health of Arizona, LLC.....	AZ.....	NIA.....	Cenpatico Behavioral Health, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	14704.....	80-0879942.....				Cenpatico of Arizona Inc.....	AZ.....	IA.....	Cenpatico Behavioral Health of Arizona, LLC.....	Ownership.....	80.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	27-5349029.....				Cenpatico of Florida, Inc.....	FL.....	NIA.....	Cenpatico Behavioral Health, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	20-4730341.....				Involve Benefit Options, Inc.....	DE.....	NIA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	36-4520004.....				OptiCare Vision Insurance Co, Inc.....	SC.....	NIA.....	Involve Benefit Options, Inc.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	95302.....	75-2592153.....				AEOC Total Vision Health Plan of Texas, Inc.....	TX.....	IA.....	Involve Benefit Options, Inc.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	20-4773088.....				OptiCare Vision Company, Inc.....	DE.....	NIA.....	Involve Benefit Options, Inc.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	65-0094759.....				Ocucare Systems, Inc.....	FL.....	NIA.....	Involve Benefit Options, Inc.....	Ownership.....	100.0.....	Centene Corporation.....	0.....

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01295.....	Centene Corporation.....	00000.....	20-4861241.....				Envolve Total Vision, Inc.....	DE.....	NIA.....	Envolve Benefit Options, Inc.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	06-1635519.....				OptiCare IPA of New York, Inc.....	NY.....	NIA.....	Envolve Benefit Options, Inc.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	46-2783884.....				Dental Health & Wellness, Inc.....	DE.....	NIA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	15357.....	45-2303998.....				Cenpatico of Louisiana, Inc.....	LA.....	IA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	36-2979209.....				Celtic Group, Inc.....	DE.....	NIA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	80799.....	06-0641618.....				Celtic Insurance Company.....	IL.....	IA.....	Celtic Group, Inc.....	Ownership.....	75.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	15762.....	35-2525384.....				Ambetter of Magnolia Inc.....	MS.....	IA.....	Celtic Insurance Company.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	15729.....	36-4802632.....				Ambetter of Peach State Inc.....	GA.....	IA.....	Celtic Insurance Company.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	27-2221367.....				Novasys Health, Inc.....	DE.....	NIA.....	Celtic Group, Inc.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	26-4278205.....				CeltiCare Health Plan Holdings LLC.....	DE.....	NIA.....	Celtic Group, Inc.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	13632.....	26-4818440.....				CeltiCare Health Plan of Massachusetts, Inc.....	MA.....	IA.....	CeltiCare Health Plan Holdings LLC.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	77-0578529.....				US Script, Inc.....	DE.....	NIA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	76-0511700.....				LBB Industries, Inc.....	TX.....	NIA.....	US Script, Inc.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	75-2612875.....				RX Direct, Inc.....	TX.....	NIA.....	US Script, Inc.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	46-2307356.....				US Script IPA, LLC.....	NY.....	NIA.....	US Script, Inc.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	90-0636938.....				Casenet LLC.....	DE.....	NIA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....					Casenet S.R.O.....	CZE.....	NIA.....	Casenet LLC.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	61-1450727.....				Centurion Group, Inc.....	DE.....	NIA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	90-0766502.....				Centurion LLC.....	DE.....	NIA.....	Centurion Group, Inc.....	Ownership.....	51.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	47-1577742.....				Centurion of Virginia, LLC.....	VA.....	NIA.....	Centurion LLC.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	47-1686283.....				Centurion of Vermont, LLC.....	VT.....	NIA.....	Centurion LLC.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	47-1229365.....				Centurion of Pennsylvania, LLC.....	PA.....	NIA.....	Centurion LLC.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	47-2967381.....				Centurion of Mississippi, LLC.....	MS.....	NIA.....	Centurion LLC.....	Ownership.....	100.0.....	Centene Corporation.....	0.....
01295.....	Centene Corporation.....	00000.....	30-0752651.....				Centurion of Tennessee, LLC.....	TN.....	NIA.....	Centurion LLC.....	Ownership.....	100.0.....	Centene Corporation.....	0.....

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PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

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01295.....	Centene Corporation.....	00000.....	61-1696004.....	Massachusetts Partnership for Correctional Healthcare, LLC.....	MA.....	NIA.....	Centurion LLC.....	Ownership.....	100.0.....	Centene Corporation.....0
01295.....	Centene Corporation.....	00000.....	46-3590120.....	.....	.....	.....	Centurion of Idaho, LLC.....	ID.....	NIA.....	Centurion LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	46-1041008.....	.....	.....	.....	Centurion of Michigan, LLC.....	MI.....	NIA.....	Centurion LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	46-2717814.....	.....	.....	.....	Centurion of Minnesota, LLC.....	MN.....	NIA.....	Centurion LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	.....	.....	.....	.....	Centurion Correctional Healthcare of New Mexico, LLC.....	NM.....	NIA.....	Centurion LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	81-0687470.....	.....	.....	.....	Centurion of Florida, LLC.....	FL.....	NIA.....	Centurion LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	27-3617766.....	.....	.....	.....	Specialty Therapeutic Care Holdings, LLC.....	DE.....	NIA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	73-1698808.....	.....	.....	.....	Specialty Therapeutic Care, LP.....	TX.....	NIA.....	Specialty Therapeutic Care Holdings, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	73-1698807.....	.....	.....	.....	Specialty Therapeutic Care, GP, LLC.....	TX.....	NIA.....	Specialty Therapeutic Care Holdings, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	73-1698808.....	.....	.....	.....	Specialty Therapeutic Care, LP.....	TX.....	NIA.....	Specialty Therapeutic Care, GP, LLC.....	Ownership.....	0.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	26-2624521.....	.....	.....	.....	Specialty Therapeutic Care West, LLC.....	TX.....	NIA.....	Specialty Therapeutic Care, LP (0.01%).....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	80-0856383.....	.....	.....	.....	AcariaHealth Solutions, Inc.....	DE.....	NIA.....	Specialty Therapeutic Care Holdings, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	45-2780334.....	.....	.....	.....	AcariaHealth, Inc.....	DE.....	NIA.....	Specialty Therapeutic Care Holdings, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	27-1599047.....	.....	.....	.....	AcariaHealth Pharmacy #14, Inc.....	CA.....	NIA.....	AcariaHealth, Inc.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	20-8192615.....	.....	.....	.....	AcariaHealth Pharmacy #11, Inc.....	TX.....	NIA.....	AcariaHealth, Inc.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	27-2765424.....	.....	.....	.....	AcariaHealth Pharmacy #12, Inc.....	NY.....	NIA.....	AcariaHealth, Inc.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	26-0226900.....	.....	.....	.....	AcariaHealth Pharmacy #13, Inc.....	CA.....	NIA.....	AcariaHealth, Inc.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	13-4262384.....	.....	.....	.....	AcariaHealth Pharmacy, Inc.....	CA.....	NIA.....	AcariaHealth, Inc.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	27-3707698.....	.....	.....	.....	HomeScripts.com, LLC.....	MI.....	NIA.....	AcariaHealth, Inc.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	20-8235695.....	.....	.....	.....	New York Rx, Inc.....	NY.....	NIA.....	AcariaHealth, Inc.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	27-0275614.....	.....	.....	.....	U.S. Medical Management Holdings, Inc.....	DE.....	NIA.....	Centene Corporation.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	38-3153946.....	.....	.....	.....	U.S. Medical Management, LLC.....	DE.....	NIA.....	U.S. Medical Management Holdings, Inc.....	Ownership.....	20.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	38-3153946.....	.....	.....	.....	U.S. Medical Management, LLC.....	DE.....	NIA.....	Centene Corporation.....	Ownership.....	48.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	31-1733889.....	.....	.....	.....	RMED, LLC.....	FL.....	NIA.....	U.S. Medical Management, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0

STATEMENT AS OF JUNE 30, 2016 OF THE CELTIC INSURANCE COMPANY

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	*
01295.....	Centene Corporation.....	00000.....	47-2138680.....	.....	.....	.....	IAH of Florida, LLC.....	FL.....	NIA.....	RMED, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	51-0581762.....	.....	.....	.....	Heritage Home Hospice, LLC.....	MI.....	NIA.....	U.S. Medical Management, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	20-2827613.....	.....	.....	.....	Grace Hospice of Austin, LLC.....	MI.....	NIA.....	U.S. Medical Management, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	20-1530070.....	.....	.....	.....	ComfortBrook Hospice, LLC.....	OH.....	NIA.....	U.S. Medical Management, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	20-4996551.....	.....	.....	.....	Comfort Hospice of Texas, LLC.....	MI.....	NIA.....	U.S. Medical Management, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	20-2827526.....	.....	.....	.....	Grace Hospice of San Antonio, LLC.....	MI.....	NIA.....	U.S. Medical Management, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	45-0679248.....	.....	.....	.....	Grace Hospice of Grand Rapids, LLC.....	MI.....	NIA.....	U.S. Medical Management, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	45-0634905.....	.....	.....	.....	Grace Hospice of Indiana, LLC.....	MI.....	NIA.....	U.S. Medical Management, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	45-5080637.....	.....	.....	.....	Grace Hospice of Virginia, LLC.....	MI.....	NIA.....	U.S. Medical Management, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	45-5080567.....	.....	.....	.....	Comfort Hospice of Missouri, LLC.....	MI.....	NIA.....	U.S. Medical Management, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	45-5080675.....	.....	.....	.....	Grace Hospice of Colorado, LLC.....	MI.....	NIA.....	U.S. Medical Management, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	46-1708834.....	.....	.....	.....	Grace Hospice of Wisconsin, LLC.....	MI.....	NIA.....	U.S. Medical Management, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	26-4435532.....	.....	.....	.....	Seniorcorps Pensinsula, LLC.....	VA.....	NIA.....	U.S. Medical Management, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	33-1179031.....	.....	.....	.....	R&C Healthcare, LLC.....	TX.....	NIA.....	U.S. Medical Management, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	20-0927034.....	.....	.....	.....	A N J, LLC.....	TX.....	NIA.....	U.S. Medical Management, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	46-0861469.....	.....	.....	.....	Pinnacle Senior Care of Missouri, LLC.....	MI.....	NIA.....	U.S. Medical Management, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	03-0556422.....	.....	.....	.....	Country Style Health Care, LLC.....	TX.....	NIA.....	U.S. Medical Management, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	14-1878333.....	.....	.....	.....	Phoenix Home Health Care, LLC.....	DE.....	NIA.....	U.S. Medical Management, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	75-2635025.....	.....	.....	.....	Traditional Home Health Services, LLC.....	TX.....	NIA.....	U.S. Medical Management, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	38-2751108.....	.....	.....	.....	Family Nurse Care, LLC.....	MI.....	NIA.....	U.S. Medical Management, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	20-5108540.....	.....	.....	.....	Family Nurse Care II, LLC.....	MI.....	NIA.....	U.S. Medical Management, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	20-3920947.....	.....	.....	.....	Family Nurse Care of Ohio, LLC.....	MI.....	NIA.....	U.S. Medical Management, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	46-4229858.....	.....	.....	.....	Pinnacle Senior Care of Wisconsin, LLC.....	WI.....	NIA.....	U.S. Medical Management, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0
01295.....	Centene Corporation.....	00000.....	76-0713516.....	.....	.....	.....	Pinnacle Home Care, LLC.....	TX.....	NIA.....	U.S. Medical Management, LLC.....	Ownership.....	100.0.....	Centene Corporation.....	.....0

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	*
01295.....	Centene Corporation.....	00000.....	59-3519060.....	.....	.....	.....	North Florida Health Services, Inc.....	.....FL.....	.....NIA.....	U.S. Medical Management, LLC.....	Ownership.....	.....100.0.....	Centene Corporation.....	......0.....
01295.....	Centene Corporation.....	00000.....	47-1742728.....	.....	.....	.....	Pinnacle Sr. Care of Kalamazoo, LLC.....	.....MI.....	.....NIA.....	U.S. Medical Management, LLC.....	Ownership.....	.....100.0.....	Centene Corporation.....	......0.....
01295.....	Centene Corporation.....	00000.....	46-1734288.....	.....	.....	.....	Hospice DME Company, LLC.....	.....MI.....	.....NIA.....	U.S. Medical Management, LLC.....	Ownership.....	.....100.0.....	Centene Corporation.....	......0.....
01295.....	Centene Corporation.....	00000.....	20-4364776.....	.....	.....	.....	Rapid Respiratory Services, LLC.....	.....DE.....	.....NIA.....	U.S. Medical Management, LLC.....	Ownership.....	.....100.0.....	Centene Corporation.....	......0.....
01295.....	Centene Corporation.....	00000.....	46-5730959.....	.....	.....	.....	USMM Accountable Care Network, LLC.....	.....DE.....	.....NIA.....	U.S. Medical Management, LLC.....	Ownership.....	.....100.0.....	Centene Corporation.....	......0.....
01295.....	Centene Corporation.....	00000.....	46-5735993.....	.....	.....	.....	USMM Accountable Care Partners, LLC.....	.....DE.....	.....NIA.....	U.S. Medical Management, LLC.....	Ownership.....	.....100.0.....	Centene Corporation.....	......0.....
01295.....	Centene Corporation.....	00000.....	46-5745748.....	.....	.....	.....	USMM Accountable Care Solutions, LLC.....	.....DE.....	.....NIA.....	U.S. Medical Management, LLC.....	Ownership.....	.....100.0.....	Centene Corporation.....	......0.....
01295.....	Centene Corporation.....	00000.....	45-4165480.....	.....	.....	.....	USMM ACO, LLC.....	.....MI.....	.....NIA.....	U.S. Medical Management, LLC.....	Ownership.....	.....100.0.....	Centene Corporation.....	......0.....
01295.....	Centene Corporation.....	00000.....	45-4157180.....	.....	.....	.....	USMM ACO Florida, LLC.....	.....MI.....	.....NIA.....	U.S. Medical Management, LLC.....	Ownership.....	.....100.0.....	Centene Corporation.....	......0.....
01295.....	Centene Corporation.....	00000.....	45-4154905.....	.....	.....	.....	USMM ACO North Texas, LLC.....	.....MI.....	.....NIA.....	U.S. Medical Management, LLC.....	Ownership.....	.....100.0.....	Centene Corporation.....	......0.....
01295.....	Centene Corporation.....	00000.....	20-8630006.....	.....	.....	.....	MHS Consulting, International, Inc.....	.....DE.....	.....NIA.....	Centene Corporation.....	Ownership.....	.....100.0.....	Centene Corporation.....	......0.....
01295.....	Centene Corporation.....	00000.....	.....	.....	.....	.....	PRIMEROSALUD, S.L.....	.....ESP.....	.....NIA.....	MHS Consulting, International, Inc.....	Ownership.....	.....100.0.....	Centene Corporation.....	......0.....
01295.....	Centene Corporation.....	00000.....	The Practice Plc.....GBR.....NIA.....	MHS Consulting, International, Inc.....	Ownership.....100.0.....	Centene Corporation.....0.....
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Asterisk	Explanation

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of **NO** to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason enter **SEE EXPLANATION** and provide an explanation following the interrogatory questions.

RESPONSE

1. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?

.....NO.....

Explanation:

1.

Bar Code:

1.



STATEMENT AS OF JUNE 30, 2016 OF THE CELTIC INSURANCE COMPANY

OVERFLOW PAGE FOR WRITE-INS

MQ003 Additional Aggregate Lines for Page 03 Line 23.
*LIAB

	1 Covered	2 Uncovered	3 Total	4 Total
2304. State Income Tax Payable.....	1,211,456		1,211,456	488,946
2305. Health Insurer Fee Estimate.....	3,410,783		3,410,783	0
2306. Federal Tax Payable.....	(113,355)		(113,355)	0
2397. Summary of remaining write-ins for Line 23 from Page 03	4,508,884	0	4,508,884	488,946

SCHEDULE A – VERIFICATION

Real Estate

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	0	0
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		0
2.2 Additional investment made after acquisition		0
3. Current year change in encumbrances		0
4. Total gain (loss) on disposals		0
5. Deduct amounts received on disposals		0
6. Total foreign exchange change in book/adjusted carrying value		0
7. Deduct current year's other-than-temporary impairment recognized		0
8. Deduct current year's depreciation		0
9. Book/adjusted carrying value at the end of current period (Lines 1+2+3+4-5+6-7-8)	0	0
10. Deduct total nonadmitted amounts	0	0
11. Statement value at end of current period (Line 9 minus Line 10)	0	0

SCHEDULE B – VERIFICATION

Mortgage Loans

	1	2
	Year To Date	Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest, December 31 of prior year	0	0
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		0
2.2 Additional investment made after acquisition		0
3. Capitalized deferred interest and other		0
4. Accrual of discount		0
5. Unrealized valuation increase (decrease)		0
6. Total gain (loss) on disposals		0
7. Deduct amounts received on disposals		0
8. Deduct amortization of premium and mortgage interest points and commitment fees		0
9. Total foreign exchange change in book value/recorded investment excluding accrued interest		0
10. Deduct current year's other-than-temporary impairment recognized		0
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	0	0
12. Total valuation allowance		0
13. Subtotal (Line 11 plus Line 12)	0	0
14. Deduct total nonadmitted amounts	0	0
15. Statement value at end of current period (Line 13 minus Line 14)	0	0

SCHEDULE BA – VERIFICATION

Other Long-Term Invested Assets

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	1,332,726	1,051,753
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		0
2.2 Additional investment made after acquisition	60,000	247,500
3. Capitalized deferred interest and other		0
4. Accrual of discount		0
5. Unrealized valuation increase (decrease)	(29,811)	33,473
6. Total gain (loss) on disposals		0
7. Deduct amounts received on disposals		0
8. Deduct amortization of premium and depreciation		0
9. Total foreign exchange change in book/adjusted carrying value		0
10. Deduct current year's other-than-temporary impairment recognized		0
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	1,362,915	1,332,726
12. Deduct total nonadmitted amounts	0	0
13. Statement value at end of current period (Line 11 minus Line 12)	1,362,915	1,332,726

SCHEDULE D – VERIFICATION

Bonds and Stocks

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	70,748,264	41,047,225
2. Cost of bonds and stocks acquired	27,453,919	44,347,942
3. Accrual of discount	16,754	34,108
4. Unrealized valuation increase (decrease)	9,868,259	1,303,019
5. Total gain (loss) on disposals	63,272	15,952
6. Deduct consideration for bonds and stocks disposed of	3,727,294	15,514,437
7. Deduct amortization of premium	264,952	485,546
8. Total foreign exchange change in book/adjusted carrying value		0
9. Deduct current year's other-than-temporary impairment recognized		0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	104,158,221	70,748,264
11. Deduct total nonadmitted amounts	0	3,527,853
12. Statement value at end of current period (Line 10 minus Line 11)	104,158,221	67,220,411

STATEMENT AS OF JUNE 30, 2016 OF THE CELTIC INSURANCE COMPANY

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity
During the Current Quarter for all Bonds and Preferred Stock by NAIC Designation

NAIC Designation	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. NAIC 1 (a).....	253,328,446	339,628,764	399,888,387	209,320	253,328,446	193,278,143	0	61,641,071
2. NAIC 2 (a).....	11,346,884	4,291,784	500,527	(232,548)	11,346,884	14,905,593	0	11,738,706
3. NAIC 3 (a).....	706,355	52,448	73,615	(14,764)	706,355	670,423	0	0
4. NAIC 4 (a).....	795,000				795,000	795,000	0	1,045,000
5. NAIC 5 (a).....	0				0	0	0	0
6. NAIC 6 (a).....	0				0	0	0	0
7. Total Bonds	266,176,684	343,972,996	400,462,529	(37,992)	266,176,684	209,649,159	0	74,424,777
PREFERRED STOCK								
8. NAIC 1	0				0	0	0	0
9. NAIC 2	0				0	0	0	0
10. NAIC 3	0				0	0	0	0
11. NAIC 4	0				0	0	0	0
12. NAIC 5	0				0	0	0	0
13. NAIC 6	0				0	0	0	0
14. Total Preferred Stock.....	0	0	0	0	0	0	0	0
15. Total Bonds & Preferred Stock	266,176,684	343,972,996	400,462,529	(37,992)	266,176,684	209,649,159	0	74,424,777

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation: NAIC 1 \$; NAIC 2 \$;
NAIC 3 \$; NAIC 4 \$; NAIC 5 \$; NAIC 6 \$

SCHEDULE DA - PART 1

Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year To Date	Paid for Accrued Interest Year To Date
9199999	122,727,820	XXX	12,732,503	19,348	86

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	10,229,577	58,342,809
2. Cost of short-term investments acquired	510,880,485	161,260,469
3. Accrual of discount		0
4. Unrealized valuation increase (decrease).....		0
5. Total gain (loss) on disposals	(4,684)	(124)
6. Deduct consideration received on disposals	398,377,454	209,373,537
7. Deduct amortization of premium.....	105	40
8. Total foreign exchange change in book/adjusted carrying value.....		0
9. Deduct current year's other-than-temporary impairment recognized.....		0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	122,727,819	10,229,577
11. Deduct total nonadmitted amounts.....		0
12. Statement value at end of current period (Line 10 minus Line 11)	122,727,819	10,229,577

Schedule DB - Part A - Verification

NONE

Schedule DB - Part B - Verification

NONE

Schedule DB - Part C - Section 1

NONE

Schedule DB - Part C - Section 2

NONE

Schedule DB - Verification

NONE

SCHEDULE E - VERIFICATION
(Cash Equivalents)

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	799,976	2,500,000
2. Cost of cash equivalents acquired	68,899,990	133,599,966
3. Accrual of discount	34	10
4. Unrealized valuation increase (decrease)		0
5. Total gain (loss) on disposals.....		0
6. Deduct consideration received on disposals	69,700,000	135,300,000
7. Deduct amortization of premium		0
8. Total foreign exchange change in book/adjusted carrying value		0
9. Deduct current year's other than temporary impairment recognized		0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	0	799,976
11. Deduct total nonadmitted amounts		0
12. Statement value at end of current period (Line 10 minus Line 11)	0	799,976

Schedule A - Part 2

NONE

Schedule A - Part 3

NONE

Schedule B - Part 2

NONE

Schedule B - Part 3

NONE

Schedule BA - Part 2

NONE

Schedule BA - Part 3

NONE

STATEMENT AS OF JUNE 30, 2016 OF THE CELTIC INSURANCE COMPANY

SCHEDULE D - PART 3

Show All Long-Term Bonds and Stock Acquired During the Current Quarter

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator ^(a)
Bonds - U.S. Governments									
938782-EF-2	WASHINGTON D C MET AREA TRAN AUTH GROSS		05/26/2016	Unknown		1,058,800	1,000,000		1
0599999 - Bonds - U.S. Governments						1,058,800	1,000,000	0	XXX
Bonds - U.S. States, Territories and Possessions									
76222R-SV-5	RHODE ISLAND ST & PROVIDENCE PLANTATIONS		06/07/2016	Raymond James Financial		630,930	500,000	8,958	1FE
1799999 - Bonds - U.S. States, Territories and Possessions						630,930	500,000	8,958	XXX
Bonds - U.S. Political Subdivisions of States, Territories and Possessions									
018471-LU-4	ALLENTOWN PA SCH DIST		05/26/2016	Unknown		745,712	685,000		1FE
442403-JN-2	HOUSTON TEX INDPT SCH DIST		05/25/2016	Unknown		500,000	500,000		1FE
2499999 - Bonds - U.S. Political Subdivisions of States, Territories and Possessions						1,245,712	1,185,000	0	XXX
Bonds - U.S. Special Revenue									
071808-HZ-5	BAXTER CNTY ARK HOSP REV		06/13/2016	CREWS & ASSOCIATES, INC.		312,516	300,000	250	2FE
167736-E7-8	CHICAGO ILL WTR REV		05/23/2016	Unknown		331,314	300,000	42	1FE
20774Y-J8-1	CONNECTICUT ST HEALTH & EDL FACS AUTH RE		06/22/2016	BARCLAYS CAPITAL INC FIXED INC.		400,000	400,000		1FE
373292-BD-2	GEORGIA MUN ASSN INC INSTALLMENT SALE PR		06/03/2016	Jefferies		633,477	505,000		1FE
42766M-EC-7	HERNANDO CNTY FLA SCH BRD CTFS PARTN		06/09/2016	Merrill Lynch		614,625	500,000		1FE
454798-TE-9	INDIANA HEALTH FAC FING AUTH REV		05/26/2016	Unknown		1,000,000	1,000,000		1FE
45505K-AZ-3	INDIANA ST FIN AUTH WTR UTIL REV		06/10/2016	Morgan Stanley		566,655	500,000		1FE
57563R-NE-5	MASSACHUSETTS EDL FING AUTH		06/01/2016	Adjustment		1,049,450	1,000,000		1FE
57604T-BY-1	MASSACHUSETTS ST TRANSN FD REV		05/20/2016	Unknown		1,182,320	1,000,000	24,167	1FE
64972C-WV-1	NEW YORK N Y CITY HSG DEV CORP MULTIFAM		06/10/2016	CHASE SECURITIES		800,000	800,000		1FE
673588-GS-2	OAKLAND UNIV MICH REV		06/03/2016	CitiGroup		558,230	450,000		1FE
695317-DL-8	PADUCAH KY ELEC PLANT BRD REV		05/25/2016	Unknown		776,554	645,000		1FE
717903-F2-9	PHILADELPHIA PA HOSPS & HIGHER ED FACS A		06/17/2016	JP MORGAN SECS INC., - FIXED INCOME		300,000	300,000	43	1FE
74444K-AD-6	PUBLIC FIN AUTH WIS HEALTHCARE FACS REV		05/26/2016	Unknown		1,008,510	1,000,000		1FE
762232-AH-9	RHODE ISLAND ST COMM CORP REV		06/02/2016	MERRILL LYNCH PIERCE FENNER		610,005	500,000		1FE
87638Q-JT-7	TARRANT CNTY TEX CULTURAL ED FACS FIN CO		06/07/2016	Stifel Nicolaus & Co.		908,032	800,000	9,240	1FE
899647-NK-3	TULSA OKLA ARPTS IMPT TR GEN REV		06/08/2016	CREWS & ASSOCIATES, INC.		576,010	500,000	833	2FE
3199999 - Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions						11,627,698	10,500,000	34,575	XXX
Bonds - Industrial and Miscellaneous (Unaffiliated)									
00287Y-AT-6	ABBYIE INC.		05/03/2016	CITIGROUP GLOBAL MARKETS INC.		173,225	170,000	2,031	2FE
00509D-AC-1	ACTS RETIREMENT-LIFE CMNTYS INC.		06/30/2016	B.C. ZIEGLER & CO.		700,000	700,000		1FE
05565E-AF-2	BMW US CAPITAL LLC.	R	06/08/2016	CHASE SECURITIES		400,196	400,000	1,378	1FE
064159-BE-5	BANK OF NOVA SCOTIA	I	05/01/2016	GOLDMAN SACHS AND CO.		305,509	305,000	1,573	1FE
07274E-AF-0	BAYER US FINANCE LLC.		06/08/2016	CHASE SECURITIES		411,164	400,000	2,167	1FE
141781-AY-0	CARGILL INC.		06/14/2016	MIZUHO TRUST & BANKING CO USA.		663,510	600,000	2,369	1FE
22534M-AE-0	ABS - CAALT 162 C.		05/04/2016	WELLS FARGO SECURITIES LLC.		274,929	275,000		1FE
225433-AS-0	CREDIT SUISSE GROUP FUNDING (GUERNSEY) L	R	06/08/2016	CHASE SECURITIES		299,835	300,000	95	2FE
233851-CH-5	DAIMLER FINANCE NORTH AMERICA LLC.	R	06/30/2016	CHASE SECURITIES		449,829	450,000		1FE
26884T-AQ-5	ERAC USA FINANCE LLC.		05/23/2016	Unknown		299,586	300,000		2FE
29103D-AD-8	EMERA US FINANCE LP.		06/09/2016	CHASE SECURITIES		349,661	350,000		2FE
31677Q-BG-3	FIFTH THIRD BANK (OHIO)		06/09/2016	Deutsche Bank		499,625	500,000		1FE
44891A-AH-0	HYUNDAI CAPITAL AMERICA	R	06/07/2016	BANC OF AMERICA SECURITIES LLC.		299,550	300,000		2FE
46625H-RT-9	JPMORGAN CHASE & CO.		06/14/2016	Goldman Sachs		452,777	450,000	300	1FE
46849L-SN-2	JACKSON NATIONAL LIFE GLOBAL FUNDING	R	06/13/2016	BANC OF AMERICA SECURITIES LLC.		462,821	450,000	228	1FE
512807-AQ-1	LAM RESEARCH CORP.		05/23/2016	Unknown		299,091	300,000		2FE
55315F-AD-2	ABS - MMAF 16A A4.		05/03/2016	JP MORGAN SECS INC., - FIXED INCOME		129,983	130,000		1FE
61746B-EA-0	MORGAN STANLEY		06/13/2016	US BANCORP		301,620	300,000	1,146	1FE
64952W-CE-1	NEW YORK LIFE GLOBAL FUNDING		04/06/2016	GOLDMAN SACHS AND CO.		299,559	300,000		1FE
65557C-AS-2	NORDEA BANK AB	R	05/23/2016	Unknown		299,085	300,000		1FE
677050-AE-6	OGLETHORPE POWER CORP.		06/23/2016	CHASE SECURITIES		553,775	500,000	8,726	1FE
68389X-BK-0	ORACLE CORP.		06/29/2016	CHASE SECURITIES		449,217	450,000		1FE
69144Y-AA-5	ABS - OXFIN 161 A.		06/07/2016	BARCLAYS CAPITAL INC FIXED INC.		100,000	100,000		1FE
709599-AH-7	PENSKE TRUCK LEASING CO LP.		06/15/2016	BANC OF AMERICA SECURITIES LLC.		598,593	550,000	11,842	2FE
74166N-AA-2	ADT CORP.		05/02/2016	MISCELLANEOUS BROKER		52,448	70,000		3FE
83051G-AE-8	SKANDINAVISKA ENSKILDA BANKEN AB	R	04/27/2016	JPMORGAN CHASE BANK/RBS SECURITIES		550,687	540,000	6,497	1FE
832696-AH-1	J M SMUCKER CO.		06/08/2016	CHASE SECURITIES		311,385	300,000	2,200	2FE
90351D-AA-5	UBS GROUP FUNDING (JERSEY) LTD.	R	06/08/2016	UBS SECURITIES LLC.		304,257	300,000	1,942	2FE
92343V-CN-2	VERIZON COMMUNICATIONS INC.		06/13/2016	BANC OF AMERICA SECURITIES LLC.		468,077	450,000	1,688	2FE

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Schedule DB - Part A - Section 1

NONE

Schedule DB - Part B - Section 1

NONE

Schedule DB - Part D - Section 1

NONE

Schedule DB - Part D - Section 2

NONE

Schedule DL - Part 1

NONE

Schedule DL - Part 2

NONE

STATEMENT AS OF JUNE 30, 2016 OF THE CELTIC INSURANCE COMPANY

SCHEDULE E - PART 1 - CASH

[illegible]

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter							
1 Description	2 Code	3 Date Acquired	4 Rate of Interest	5 Maturity Date	6 Book/Adjusted Carrying Value	7 Amount of Interest Due & Accrued	8 Amount Received During Year
NONE							
8699999 Total Cash Equivalents					0	0	0